MARVEL MASTERWORKS
THE SPECTACULAR SPIDER-MAN
VOLUME 7

THE SPECTACULAR SPIDER-MAN Nos. 80-91

BILL MANTLO & AL MILGROM

60¢
81
AUG
MARVEL COMICS GROUP
PETER PARKER, THE SPECTACULAR
SPIDER-MAN
AND NOW... CLOAK & DAGGER!
STALKERS IN THE SHADOWS!

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SEPT
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SPIDER-MAN

MARVEL
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SPIDER-MAN
THIS ISSUE'S GOT EVERYTHING!
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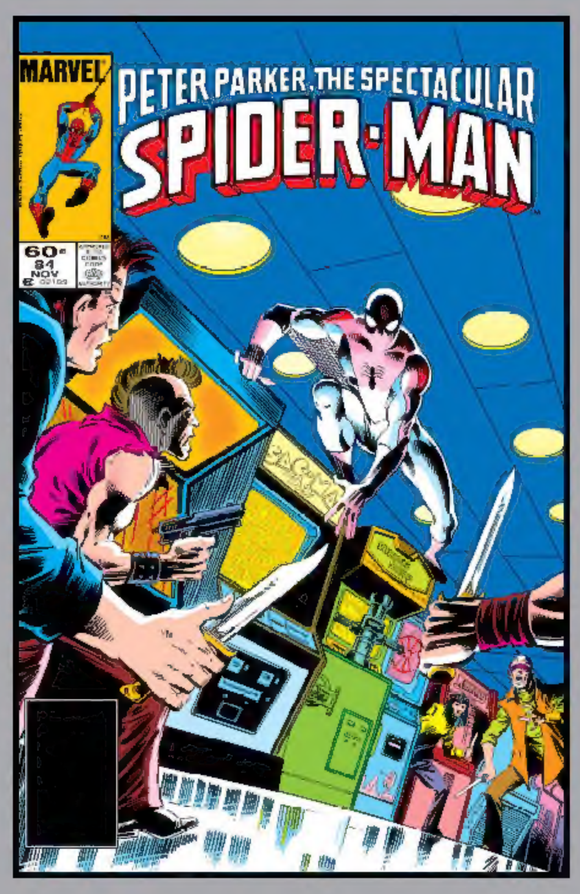
OCT
SPIDEY IN ACTION!...
...THE BLACK CAT BACK ON THE PROWL!..
...AND THE TRIAL OF THE PUNISHER!
SO, WHAT ARE YOU WAITING FOR?! BUY IT!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APR
DON'T HATE ME, SPIDER-MAN! WHAT I DID, I DID FOR YOUR LOVE!
YOU'LL NEVER FORGET... POWER-SEARCH!

MARVEL
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SPIDER-MAN
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90
MAY
SHE'S THE BLACK CAT. SHE'S SEARCHING FOR SPIDER-MAN...
WHAT SHE FINDS COULD SPELL THE END OF THE WEB-SLINGER'S CAREEN!!

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SPIDER-MAN
60¢
91
JUNE
GIVE IT UP, SPIDER-MAN! WHEN THE BLOB'S GOT YA--YA STAY GOT!!

MARVEL MASTERWORKS

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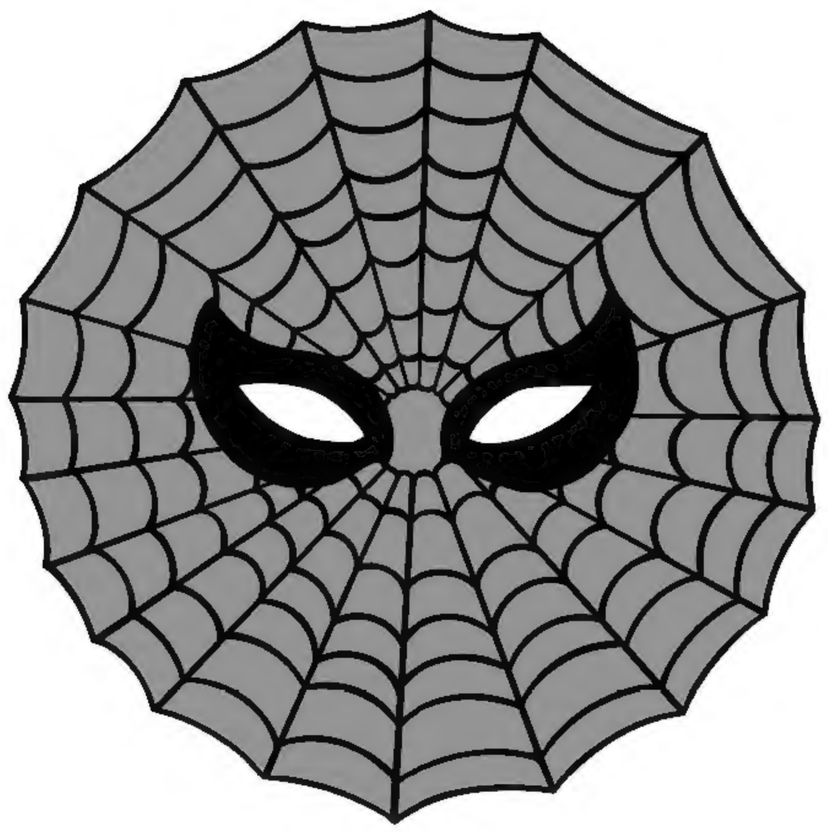
THE SPECTACULAR SPIDER-MAN

VOLUME 7

COLLECTING

THE SPECTACULAR SPIDER-MAN Nos. 80-91

BILL MANTLO • AL MILGROM



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MARVEL MASTERWORKS
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Nos. 80-91

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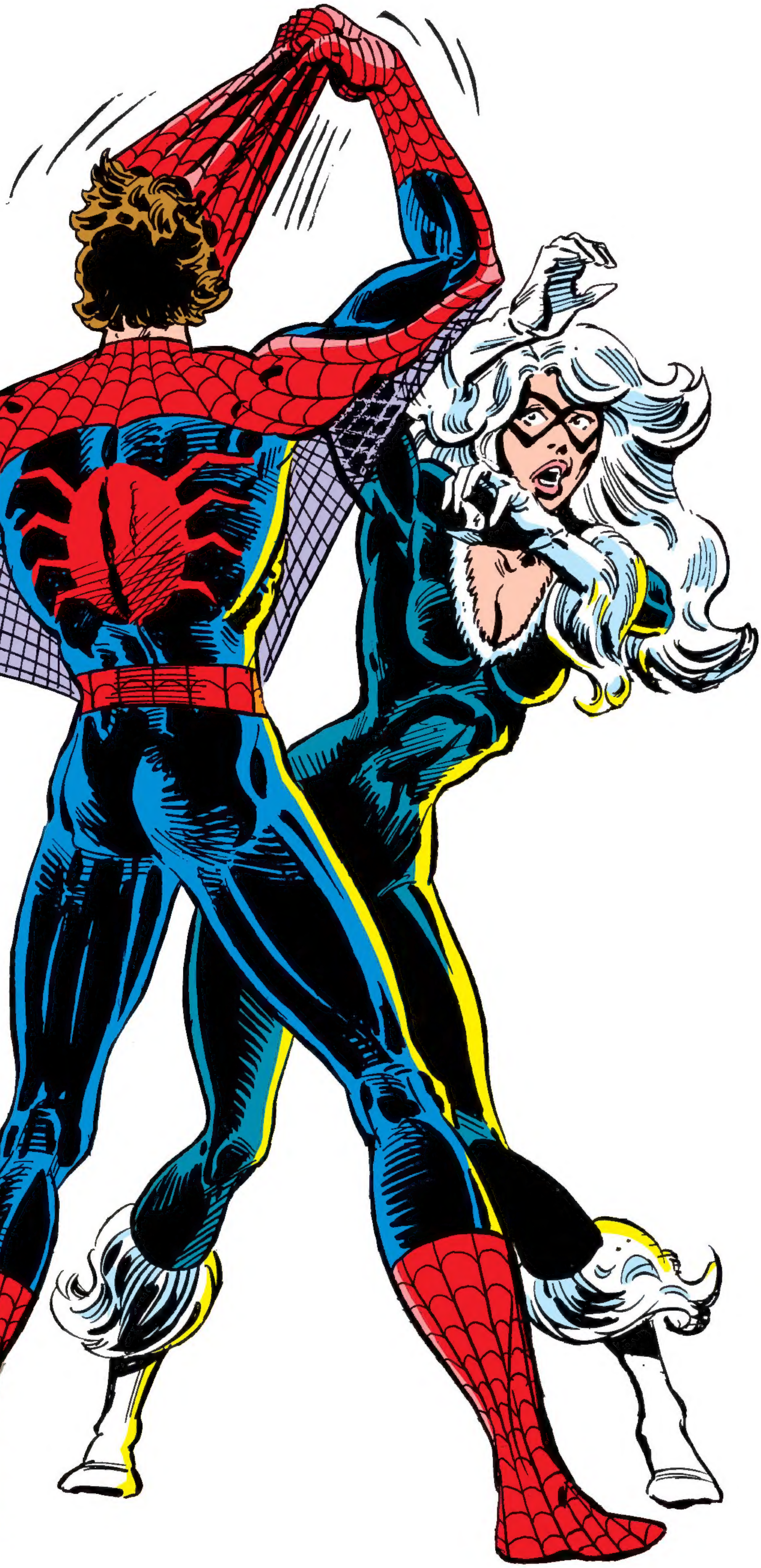

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INTRODUCTION
BY RALPH MACCHIO

History has proven that few are the costumed characters who can sustain a single monthly title over a long period of time. Many are the super heroes at Marvel who are beloved by a large segment of the comics reading public and yet struggle to find the sales necessary to thrive when they are awarded their own books. Even the Silver Surfer barely survived eighteen issues of his own book before being canceled in 1970. And that was with the legendary team of Stan Lee and John Buscema at the helm.

However, our wondrous wall-crawler was something different from the very start. Something primal clicked between the readers of *Amazing Fantasy* #15 and the very offbeat new addition to the super-heroic ranks, Spider-Man; something that translated into his being awarded his own comic book shortly thereafter. Stan Lee and Steve Ditko stuck to their guns despite their publisher's warning that teenagers could only be sidekicks and people hate spiders, etc. Thus, a pop cultural phenomenon was born, one who, to this very day, continues to be dominant in many mediums. *The Amazing Spider-Man* soon became the top-selling title of the Marvel Age of Comics. Yours truly became as addicted to the monthly doings of the web-head as any youngster back in the '60s, though I did pass by the first few issues on the newsstands because, flipping through it, I found the Ditko art a bit bizarre for my young taste. But with the first appearance of Doctor Octopus, I was won over and never looked back. And neither did a legion of readers who've stuck with Spidey through thick and thin; from the death of Gwen Stacy to the labyrinthine Clone Saga.

Now considering the almost universal appeal of Peter Parker, you'd be forgiven for thinking a second solo series featuring the web-slinger would've been fast-tracked, but it took thirteen years from Spidey's solo series debut for the birth of *The Spectacular Spider-Man*. It was an instant sensation, further solidifying the wall-crawler's claim to illustrated fiction fame. And this second title did nothing to draw sales away from the original *Amazing* series. Both books thrived. The first fabulous issue was written by Gerry Conway, who already had a fine run on *Amazing* following the departure of Stan the Man himself. Our Pal Sal Buscema, who'd racked up countless credits on numerous Marvel titles, came aboard as penciler. While this series has had several shifts of creative personnel through the years, it has nevertheless established an identity separate and distinct from that of *The Amazing Spider-Man*. One might even be safe to say that *Spectacular* commands a fan base more rabid than that of its sister title, which is part of the reason that we're in the seventh magnificent *Marvel Masterworks* volume of this highly regarded series.

Although you'll notice several penciling changes in the twelve issues collected herein, all but the final two stories have the stellar scripting of the highly capable Boisterous Bill Mantlo (and those two are written by his creative collaborator Al Milgrom). There is an additional pressure on the writer of *The Spectacular Spider-Man* beyond just coming up with a first-rate story each and every month. The status quo of all the cast members as well as the events depicted must mesh perfectly with what's occurring over in *The Amazing Spider-Man*. And that, Believers, is no mean feat. I say that from personal experience. During the 1990s, I was the Spider-Man editor and was responsible for seeing that four—count 'em—four monthly comics all jibed. The complexity of that task is no doubt a factor in why it took so long for a second Spidey title to launch.

But back to Bill Mantlo. He began his career with Mighty Marvel as a staff colorist and graduated to writing single issue fill-ins of various titles. Then, after proving himself, Bill was put on several titles as regular scripter where he had long runs on such books as *The Invincible Iron Man*, *The Incredible Hulk*, *Rom: Spaceknight* and *The Micronauts*. I had the pleasure of editing Bill on the last two series mentioned. He was a real workhorse, never missing a deadline, and a real fount of ideas. He was also a true gentleman who lived on the Upper West Side of Manhattan and would frequently make the trek to the Marvel offices downtown with his young son Adam perched on his shoulders. Even if he wasn't coming in to have a story conference with me, we'd always have a friendly chat in the hall. I was a big fan of his labors on *Spectacular* and often complimented him on them. These scintillating stories represent the end of Bill's second tenure on the title, and they are—spectacular! Take it from me 'cause I just reread them.

Issue #80 displays Mantlo's versatility as it's written from the point-of-view of Daily Bugle newspaper publisher J. Jonah Jameson. Therein, Jonah attempts to prove that despite his years as publisher, he still has the grit of a real reporter to chase down a story on his own. There's some superb characterization of crusty old Jameson as he learns just before he's to write the article on waterfront corruption that he had a guardian angel saving him from harm when he was on the mean streets—Spider-Man. Considering Jonah's noted antipathy toward the web-spinner, the last page resolution to the story is a masterstroke. You'll love it. Jameson really comes alive in this tale as many facets of his personality are examined. Wilson Fisk, the Kingpin of Crime, is a prominent presence as you might expect in a story dealing with corruption in the big city. And Fisk becomes a figure looming over many of the subsequent stories you'll soon be savoring. The art chores were ably dispensed by the redoubtable Ron Frenz, who can draw a Marvel comic—including *The Amazing Spider-Man*—with the best of them, and who I worked with for years on *The Mighty Thor*.

In issue #81, Bill reintroduces readers to two of his own creations, Cloak and Dagger, who came on the scene in *Spectacular* #64. Both were runaways recruited by the criminal organization the Maggia as experimental subjects in new synthetic drug testing. The side effects of those experiments were the acquisition of strange powers by the pair. Cloak has the ability to create openings into a dark, featureless dimension. He can then draw part of that blackness into our dimension, or send others there by enfolding them in his cloak. Dagger can launch luminous projectiles into a victim that will bring about shock to their system. Together, they make a formidable team dedicated to hunting down and punishing those who deal in illegal drugs. They get on to the trail of the mastermind behind New York's illicit drug trade—the Kingpin!

The eye-opening artwork is by Amiable Al Milgrom, who's the penciler on many of these fine fables, though he's spelled over the next several issues by Greg LaRocque in #83 and Dave Simons in #84. Milgrom is a quadruple threat talent able to write, pencil, ink and edit. He's going to be showing off the first two of those abilities in some of the issues we've included. I've had the experience of working with Al on many projects and a more capable, nicer gent you'd be hard-pressed to find. Someone not so nice is Frank Castle, the Punisher, who Mantlo brings into the mix as his one-man war on crime has brought him to the doorstep of Wilson Fisk. Bill deftly interweaves the various players from #81-83 with story elements even spilling over into #84. The Punisher was introduced by Gerry Conway back in 1973's *The Amazing Spider-Man* #129, taking his cue from the vigilante characters so popular back then such as Don Pendleton's *Executioner* novels and Charles Bronson's *Death Wish* movies. Bill, in raw, unadorned scripting, shines a withering light on the Punisher. He sees him as a driven man, utterly committed to his maniacal quest for outlaw justice, with a rock-solid belief that his extreme methods are warranted—whether they cross the line of the law or not. The trial of Frank Castle in #83 is a truly potent piece of writing. It may even have you slightly sympathizing with this elusive assassin, a tribute to Mantlo's evocative prose.

Issue #83 also sees the return of the formerly felonious Felicia Hardy, the Black Cat, to action. The one-time cat burglar supreme became a recurring figure in Mantlo and Milgrom's *Spectacular*, so much so that when Spidey disappears she becomes the series' lead. Her love for Spider-Man has caused her to mend her ways and forsake the life of crime she inherited from her father, Walter

Hardy. She'll do anything for "my spider."

#84 is a largely standalone issue that picks up on the drug abuse theme Mantlo was confronting. Bill Mantlo handles the repercussions from narcotics addiction with ample sensitivity. But this cautionary tale is also about politician Brian Daly and the extent to which people seeking the power of high office will go to achieve their distant goal. Bill meshes both themes in this deeply affecting tale where there isn't a super-villain in sight. And Dave Simons' art admirably captures the feel visually Mantlo was going for in his writing. Just three years after the stories collected here were written, Bill earned his law degree and began serving as a public defender for the New York City non-profit Legal Aid Society. These societal issues were clearly something he wrestled with and he transformed that concern into action by helping those in need.

Al Milgrom and Jim Mooney return in fine style to the art on #85 as Bill picks up on a long-running plot thread: Who is the Hobgoblin? This gaudily garbed flying fiend is in many ways a successor to the Green Goblin and his identity and origins were one of the biggest Marvel mysteries of the era. This story is one of the first peeks under the mask of Spidey's new nemesis, but the true identity of the Hobgoblin wouldn't be revealed until a limited series by writer Roger Stern spilled the beans. There are some subtle clues here for you frantic ones to pick up on in this titanic tale. Put your thinking caps on. Additionally, the relationship between the wall-crawler and the Black Cat takes several steps forward as Spidey's concern for Felicia almost costs him his life.

The Spectacular Spider-Man #86 features the fearsome Fly, but it's not what you're expecting! This unique issue occurs during what was dubbed Assistant Editors' Month. Back in 1984, then Editor-in-Chief Jim Shooter decided to send the editors (including himself) all out to the San Diego Comics Convention in California. This left the assistant editors in charge of the office—and the comics! So, in the case of *The Spectacular Spider-Man* #86, Assistant Editor Bob DeNatale put together an issue drawn by noted cartoonist Fred Hembeck with framing pages by regular penciler Al Milgrom. Assistant Editors' Month was a truly outrageous affair that produced many wonderfully bizarre Marvel comics, with this issue of *Spectacular* no exception. Hembeck's rendition of the battle between the spider and the fly is nothing short of hilarious and worth the price of entry alone.

Issues #87-91 are very Black Cat-centric as the many interactions between Spider-Man and Felicia Hardy become more intense. The web-spinner is enthralled with her, as she is with him, and the secret he reveals, foreshadowed on the jaw-dropping cover of issue #87 displays just how far Peter's willing to go for her, revealing something he hadn't even shared with Mary Jane Watson. It's a major moment and Mantlo's take on it bucks expectation in a brilliant fashion. Meanwhile the Kingpin rears his bald pate to play a major role in the proceedings. The Cobra and Mr. Hyde—two of my favorite felons from *The Mighty Thor*—are the featured foes in #88. Once again, the Black Cat's presence at her lover's side only complicates the web-slinger's struggle against this deadly duo. Mantlo has set up a fascinating dynamic here that plays against the normal super-hero trope wherein heroes teaming up usually works in their favor, not against it.

#89-91 conclude this mammoth *Marvel Masterworks* edition with the last two tales being both penciled and written by the multi-talented Al Milgrom. An upgrade in Black Cat's powers forces her to make an unholy bargain with the Kingpin that could drastically affect her relationship with "my spider." Spidey's disappearance at the end of #89 as per the dictates of the almost all-encompassing 1984 *Secret Wars* event series allows our fur-fringed femme fatale all of issue #90 to herself as she deals with her strange new status quo. #91 rounds out this cataclysmic collection with an appearance by the X-Men's longtime massive mutant menace—the Blob! Spidey is there in his all-new ebon alien costume and a new perspective on his rocky relationship with the Black Cat that'll take all of you folks by surprise.

The Spectacular Spider-Man long ago earned its place as worthy to stand alongside the much-lauded *Amazing Spider-Man*. Bill Mantlo and Al Milgrom deserve a large portion of the acclaim for making *Spectacular* the stand-out series that it became during this era. It was a stunning second vehicle to chronicle the adventures of everybody's favorite web-head, rather than a second-tier little sibling. The superb stories we've gathered for this volume are a prime example of the old adage made famous by the Avis car rental company ages ago: When you're number two—you just have to try harder.

Enjoy,

Ralph Macchio

2023

Ralph Macchio's tenure as a Marvel Comics editor is second only to Stan Lee. Throughout his distinguished career he has guided the creation of iconic series including Frank Miller's Daredevil, *Walter Simonson's* Thor, *the launch of the Ultimate Universe and adaptations of Stephen King's* Dark Tower *and* The Stand. *He has also written numerous titles, including* Marvel Two-In-One *and* Marvel Fanfare, *and trained generations of editors, including future editors-in-chief.*

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PETER PARKER, THE SPECTACULAR SPIDER-MAN

NOW FEATURING

THE SPECTACULAR J. JONAH JAMESON™

HERO OF THE PEOPLE

J.K. JR. + BEATTY

DAILY BUGLE

This is a great metro-politan newspaper.

KLAK-KLAK-KLAK-KLAKITY-KLAK-KLAK-DRIIING

MESON
ISHER

In fact, it's MY great metropolitan newspaper...

...THE DAILY BUGLE.

J. JONAH JAMESON

I'm it's publisher and Editor-in-Chief. You'd think that those titles would keep me busy enough...that I'd let my staff handle the business of gathering the news...

But I was...am...and always will be...a reporter! My beat is New York-- the Big Apple--a city I love to its core.

Sometimes, though, the core is rotten.

Exposing the corruption is a newspaperman's job.

My job.

KLAK-KLAKITY-KLAK-KLAKITY-KLAK-KLAK-DRING

J. JONAH JAMESON

I cover the waterfront!

STAN LEE, PUBLISHER, PRESENTS A DAILY BUGLE EXCLUSIVE PRODUCED BY...

BILL MANTLO / Reporter
RON FRENZ & KEVIN DZUBAN / Photographers
JOE ROSEN / Typesetter
BOB SHAREN / Color
TOM DeFALCO / City Editor
JIM SHOOTER / Editor-in-Chief

KLAK
KLAKITY
KLAK
KLAK

I didn't start this story. I inherited it...

...one fine spring day while outwalking with Dr. Marla Madison.

JONAH JAMESON, YOU ARE NOT THE HARD-BOILED, HARD-BITTEN NEWSPAPER PUBLISHER YOU PRETEND TO BE!

I'M NOT?

NO! I HAVE SEEN THE SOFT CARAMEL CENTER INSIDE THAT GROUCHY OLD BEAR IMAGE YOU CULTIVATE!

NOT SO LOUD! ONE OF MY EMPLOYEES MIGHT BE SPYING ON US! BESIDES, I AM TOUGH.

OTHERWISE I NEVER WOULD HAVE GOTTEN TO WHERE I AM TODAY.

I started out in the Depression--as a copy boy--at $5 a week. I wanted to write. A story I did on a soup-kitchen riot got me a job as a reporter and a ten-buck raise.

The ten bucks got eaten up in shoe leather as I ran from story to story. No one knew how to drum up news in New York better than me. I got made City editor...

...then Editor-in-Chief of a paper that'd grown as the city'd grown--had become the voice of New York.

I loved the Daily Bugle. When the old owners put her on the auction block, I put up every cent I owned --and then some--and made her mine.

A MAN CAN'T RISE FROM COPY BOY TO PUBLISHER WITHOUT BEING TOUGH!

HMMM, BUT NOW THAT YOU'VE REACHED THE TOP OF THE LADDER, YOU CAN STOP CLIMBING.

AT YOUR AGE, JONAH...A LITTLE SOFTNESS CAN BE ATTRACTIVE.

SOFT? ALL RIGHT, SO MAYBE I AM A LITTLE OUT OF SHAPE!

TOO MANY BOARD MEETINGS AND BUSINESS LUNCHES!

BUT THAT DOESN'T MEAN I STILL CAN'T TRACK DOWN A STORY WITH THE BEST OF 'EM!

CALM DOWN! I BELIEVE YOU! YOUR BLOOD PRESSURE...

BLAST MY BLOOD PRESSURE! AND YOU DON'T BELIEVE ME--ABOUT STILL BEING A REPORTER, I MEAN!

ALL RIGHT, I'LL PROVE IT TO YOU!

THERE! YOU SEE THAT HEADLINE? THIS STORY'S STUMPED MY BEST REPORTERS FOR MONTHS!

DAILY BUGLE

WATERFRONT PROBE STYMIED--CORRUPTION INVESTIGATION AT DEAD END

WITHOUT NEW EVIDENCE, THE LEECHES WHO BLEED THE DOCKS ARE GOING TO GO FREE!

BUT, NOT IF I CAN HELP IT!

JONAH, WHAT ARE YOU PLANNING TO DO?

I'M GOING TO PROVE TO YOU THAT I CAN STILL CUT THE MUSTARD, MARLA MY LOVE-- BY DIGGING UP THAT NEW EVIDENCE!

HERE, THIS IS FOR THE BUGLE.

IS YOUR BOYFRIEND ALL RIGHT, LADY?

I'M NOT SURE!

I had to prove myself to Marla.

I was a man in love, and the lady I loved doubted my ability.

Men in love do stupid things.

GOOD DAY, MR. JAMESON.

MORNING, BOSS.

ROBBIE, ASSEMBLE THE NEWS STAFF IN MY OFFICE.

RIGHT AWAY, JONAH.

AND, MS. GRANT-- CANCEL ALL MY APPOINTMENTS FOR THE REST OF THE DAY.

EVERYONE HERE? GOOD! LET'S ROLL, THEN.

I WANT A FULL BRIEFING ON THE WATER-FRONT CORRUPTION SCANDAL.

J JONAH JAMESON

SOMEBODY'S SHAKING DOWN SHIPOWNERS AND DOCKWORKERS ALIKE -- BY THREATENING TO BLOW UP THE SHIPS.

NO SHIPS -- NO COMMERCE -- NO PROFITS -- NO JOBS! EVERYONE'S SCARED, SO EVERYONE PAYS.

THE PUBLIC ESPECIALLY -- IN HIGHER PRICES.

HOW DO YOU PHOTOGRAPH A STORY LIKE THAT?

HERE ARE ALL THE FILES THE STAFF HAS ACCUMULATED, SIR. A MOUNTAIN OF FACTS.

ALL FED TO US BY ONE MAN... HADLEY BARNSTRUM!

HE'S CHIEF BOOKKEEPER FOR THE DOCKSIDE FEDERATION.

IT'S A LABOR-MANAGEMENT GROUP CONCERNED WITH EXTORTION.

THOSE FIGURES TELL US HOW MUCH HAS BEEN PAID OUT -- BUT NOT TO WHOM.

JONAH, THE REPORTER THAT BREAKS THIS STORY WILL STAGE A JOURNALISTIC COUP --

--AND PROBABLY END UP IN THE RIVER!

HAVE THERE BEEN THREATS AGAINST REPORTERS?

NOT THREATS... WARNINGS... WHICH MEANS WE'RE NOT CLOSE ENOUGH TO WHATEVER'S REALLY GOING ON TO BE WORTH THREATENING!

THEN WE'RE GOING TO GET CLOSE! I WANT THIS STORY BROKEN WITHIN 24 HOURS!

They filed out...

1. JONAH JAMESON PUBLISHER

...and I dug into the documents.

Two hours later, I had questions -- and I knew where to go to get answers.

I'M GOING OUT, MS. GRANT.

WHAT'S THE MATTER, PARKER? NOT ENOUGH WORK FOR YOU AROUND HERE?

I WAS JUST WAITING FOR AN ASSIGNMENT, MR. JAMESON.

HRRMPH! IN MY DAY WE DIDN'T WAIT FOR ASSIGNMENTS TO FIND US -- WE WENT OUT AND LOOKED FOR 'EM!

BUT THIS YOUNGER GENERATION IS SOFT.

TAXI

NO GUMPTION AT ALL!

I'll be honest. Being on this story wasn't like the old days. It couldn't be.

I'm a different man now.

Wealthy. Powerful.

CENTURY CLUB

TOP O' THE MORNIN' T'YOU, MR. JAMESON.

TAXI

Wealth saves on shoe leather--power opens doors.

YOUR USUAL TABLE, SIR?

NO, I WON'T BE DINING.

HELLO, RANDOLPH. I HEARD THAT MR. FISK WAS HERE TODAY...

DAILY BUGLE

THE FAT MAN? HE'S HOLDING COURT IN THE BILLIARDS PARLOR.

It's a reporter's job to dig up information. But there's always a price to be paid for information.

Most often it's money.

Occasionally it's recognition on the printed page.

Sometimes, the price can be a reporter's life!

AH, MR. JAMESON... DO COME IN!

It looked as though there was a game in progress. There wasn't.

The fat man played alone. His bodyguards made sure of that.

CARE TO JOIN ME AT BILLIARDS, JAMESON?

I WOULDN'T CARE TO JOIN YOU AT ANYTHING, KINGPIN.

PLEASE...THE NAME IS WILSON FISK, ENTREPRENEUR.

YOU'VE DUPED OUR FELLOW CLUB-MEMBERS INTO BELIEVING *THAT*--

--BUT YOU'RE JUST A CROOK TO ME. I KNOW IT, AND SOMEDAY EVERY READER OF THE DAILY BUGLE IS GOING TO KNOW IT, TOO.

MR. JAMESON, I AM A STAUNCH ADMIRER OF THE FREEDOM OF THE PRESS. HOWEVER, SHOULD YOU AND YOUR NEWSPAPER EVER BECOME A THORN IN MY SIDE--

--I SHALL SEE TO IT THAT YOU ARE PLUCKED.

YOU CAN'T THREATEN ME, AND YOU CAN'T THREATEN MY REPORTERS, KINGPIN.

AH, BUT I ALREADY HAVE...SUCCESSFULLY.

YOU'RE REFERRING TO BEN URICH AND THAT CHERRYH BUSINESS.

I'M SURPRISED HE TOLD YOU ABOUT THAT.

A STORY DOESN'T GET KILLED BECAUSE A REPORTER'S TERRIFIED, KINGPIN. IT GETS KILLED BECAUSE IT LACKS FACTS.

FACTS SUCH AS THESE.

HMMM...YES, I COULD SEE HOW THIS INFORMATION COULD BE DAMAGING TO MY INTERESTS. NOT FATAL, BUT DAMAGING.

I DON'T MIND A LITTLE WHITTLING IF I CAN'T CHOP DOWN THE TREE.

WHY SHOW ME THIS? I COULD SHRED THE FILE...AND YOU... AND BE DONE WITH IT.

BALONEY. SHOULD ANYTHING HAPPEN TO ME, THE PRESS WOULDN'T REST UNTIL YOU WERE BEHIND BARS. BUT, YOU'RE RIGHT--

--THE INFORMATION THOSE FILES CONTAIN WOULD ONLY DAMAGE YOU. I WANT YOU DESTROYED. THUS, I'M WILLING TO WAIT--

--AND TO TRADE-- INFORMATION FOR INFORMATION.

AN INTERESTING PROPOSITION. I GET THESE FILES--

--IN EXCHANGE... FOR WHAT?

FOR WHATEVER YOU KNOW ABOUT THE WATERFRONT EXTORTION SCAM MY PAPER'S TRYING TO EXPOSE.

SHALL WE START AT THE TOP: WHO, WHAT, WHERE, WHEN AND WHY?

MR. JAMESON, I HAVE ALREADY TOLD YOU THAT I AM A BUSINESSMAN.

LET'S DO BUSINESS, SHALL WE?

I left the club soaked with sweat --aware that I'd bargained with the devil for a small share of my soul.

I prayed that I'd done the right thing...

CENTURY CLUB

...but, in journalism, there's no such thing as a guardian angel to answer one's prayers.

Still I'd gotten what I'd come for.

Who.

What.

Where.

When.

And, most importantly...WHY.

DOCKSIDE FEDERATION

MAIN OFFICE

The 'why' was so simple.

SKRASH

So simple...

...and so obvious.

Too obvious, in fact. That's why my reporters and I missed it.

The Kingpin knew, though. I guess he--and the criminal mastermind behind the dockside extortion scheme--think alike.

Both crooked...

...like two peas in a pod!

It was all there in the files of the Dockside Federation...the organization established to combat corruption on the waterfront.

The figures all jibed with those given us by the Federation's bookkeeper.

The debits--monies paid out--to the shakedown thugs were all neatly entered.

It was the credits--the monies flowing into the Federation's coffers that interested me.

UWD

UWD

Obviously, it interested others, too.

GRAB HIM! HE'S SEEN THE FILES!

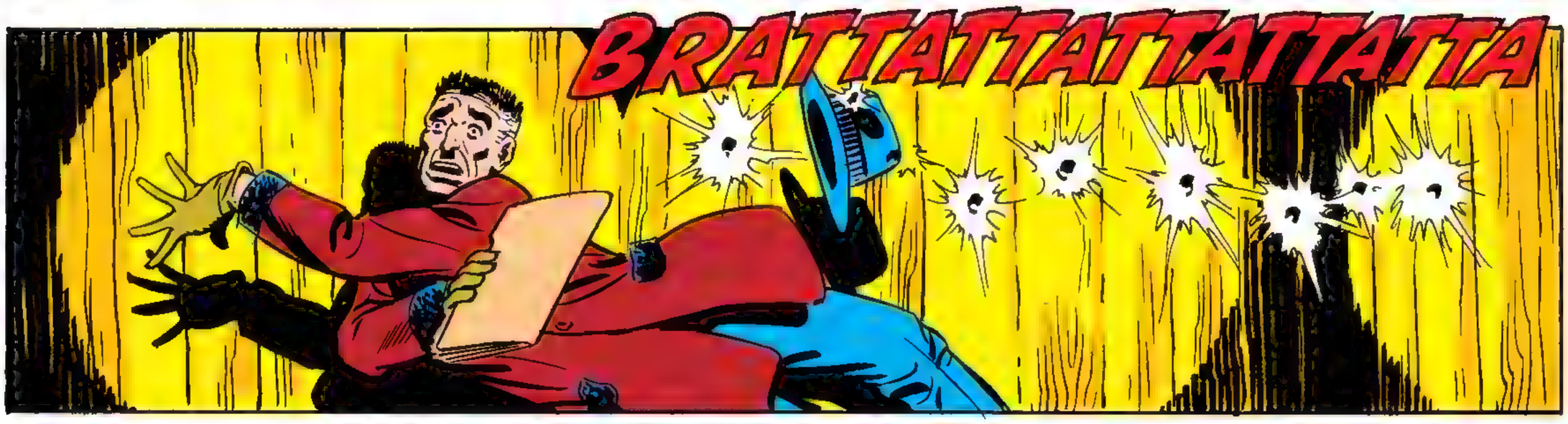
I ran.

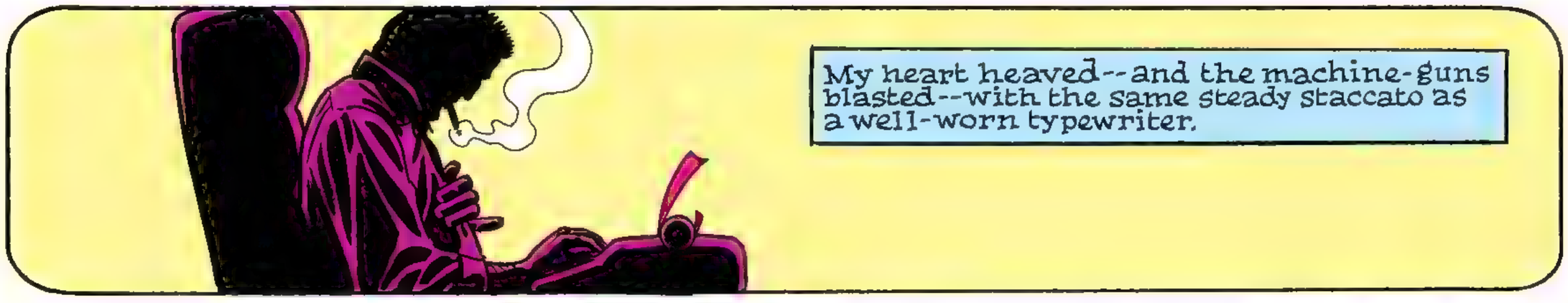
They followed.

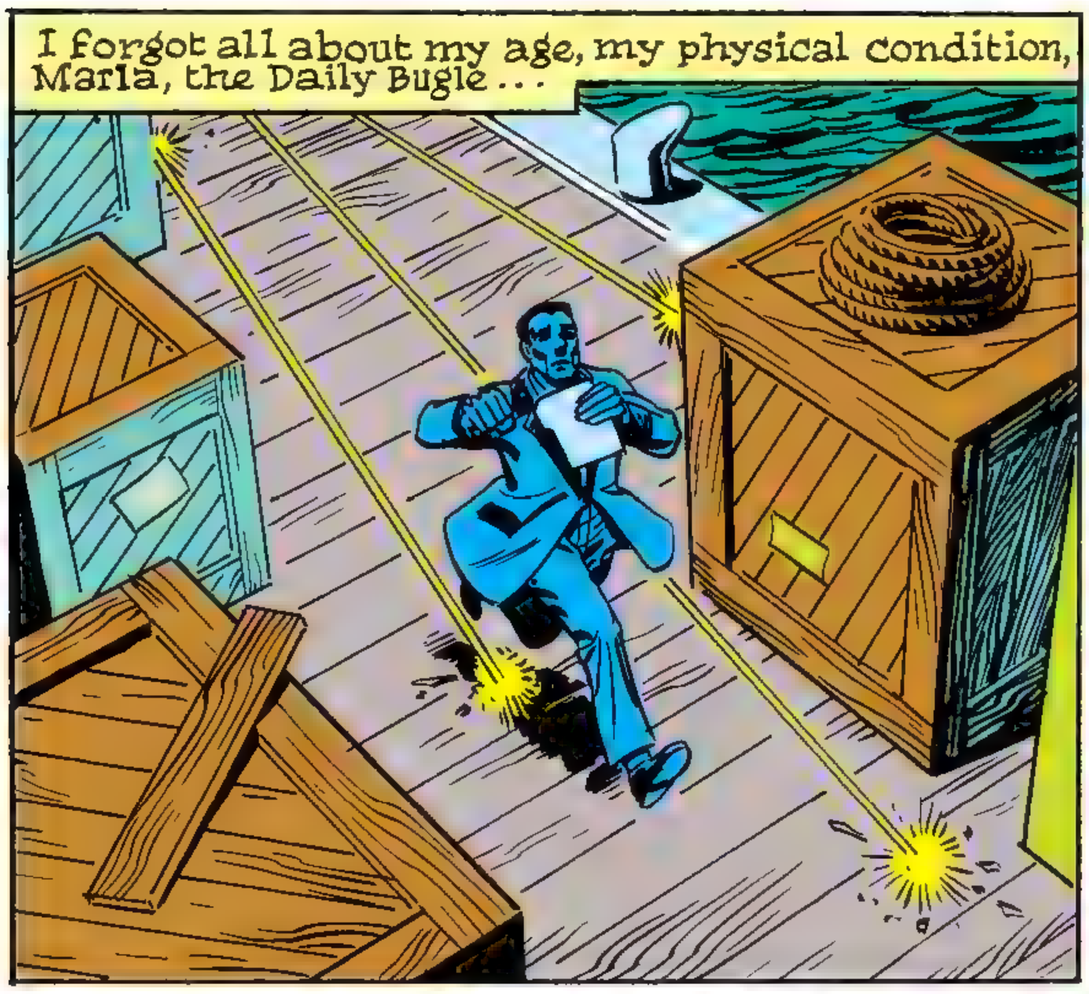
I felt sure they'd catch me--but they didn't.

Maybe Marla was wrong about me being soft. Maybe I was still just as fast on my feet as when I was a cub reporter...

Or maybe my pursuers took it easy because they knew there was nowhere I could run.


BRATTATTATTATTATTA


My heart heaved--and the machine-guns blasted--with the same steady staccato as a well-worn typewriter.


I forgot all about my age, my physical condition, Marla, the Daily Bugle . . .

. . . and concentrated on staying alive.

Somehow, I succeeded.
NEWSPRINT DAILY BUGLE

Now the question was: For how long?
I SAW HIM RUN THIS WAY!
FOR AN OLD GEEZER, HE SURE TOOK OFF!
HE'S GOTTA BE HERE!
THERE'S NOWHERE ELSE HE COULD GO!
NEWSPRINT DAILY BUGLE

Since they undoubtedly knew the docks far better than I did...

...I decided to make my stand.

THERE HE GOES.

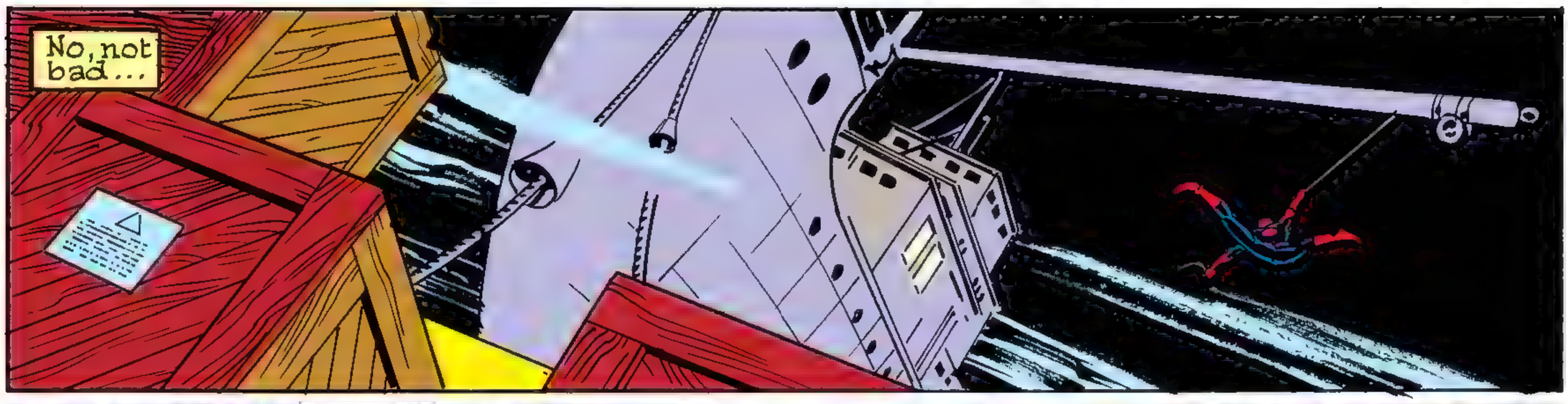
AFTER HIM! DON'T LET HIM--

I ran again.

Practice must have made me faster...

...because, again, my pursuers failed to catch me.

Not bad for an old news-hack.


No, not bad...

...but those thugs were right about there not being anywhere else to go.

I was at the end of my rope. Sooner or later I knew I'd trip up...

...and they'd find me.
WELL, WELL, WHAT HAVE WE HERE-- A WHARF RAT?!

I...I KNOW YOU!
I'M SURE YOU DO, MR. JAMESON. I'M HADLEY BARNSTRUM, BOOKKEEPER FOR THE DOCKSIDE FEDERATION.
THE MAN WHO'S FED YOUR NEWSPAPER ALL THE INFORMATION ABOUT THAT NASTY WATERFRONT SCANDAL.
I'd been talking about the money credited to the Federation's accounts.

If anyone had thought to compare the Federation's income--with the amounts extorted from the ship owners and the dock unions--they would have found that the amounts matched...perfectly.

The beauty of Barnstrum's scheme was that nobody made the match-- because HE provided the figures--and HE demanded the investigation.

YOU THREW EVERYONE ELSE OFF YOUR SCENT, BARNSTRUM!

BUT, NOT THIS OLD NEWSHOUND!

Pure bravado! What I'd guessed, the Kingpin had confirmed.

KRAK

I'd give the fat man credit for that one day... at his trial.

If I ever lived to attend it...

THE OLD GOAT DROPPED THE FILE?

YES... SAVES US THE TROUBLE OF HAVING TO TAKE IT OFF HIS CORPSE.

I'M AFRAID YOU WON'T BE TAKING THAT FILE ANYWHERE, FELLOWS!

OH, NO!

NOT *HIM!!*

I kept running.

They kept following.

In my desperation, it hadn't occurred to me that you can only go so far on a ship...

END OF THE LINE, PALLY!

...before you run out of places to run.

It was the classic dilemma! The frying pan or the fire? Those muscle-bound bone-breakers, or the briny deep?

But, I reasoned that, even if I was too past my prime to learn to fight...

...I might not be too old to learn to swim.

Johnny Weissmuller never did it better.

Well, maybe he never had so much to lose.

H-HE JUMPED!
I DON'T BELIEVE IT!
I surfaced, gagging--the polluted river water making a nasty mix with the cigar smoke in my lungs.
Then I struck out for shore...fully expecting a bullet in my back.
It never came!
Behind me the ship exploded in gunshots--cries--and the sounds of fists against flesh.
I didn't know what was going on! I was too tired to care...
LITTLE OUT OF SHAPE FOR THIS SORT OF THING--AREN'T YOU, POP?
T-THE THUGS--!
WE'RE ROUNDING 'EM UP NOW. ARE YOU RESPONSIBLE FOR THE ANONYMOUS TIP THAT BROUGHT US HERE?
ME? NO...I WAS JUST HERE ON A STORY.

NEWSPAPERMAN? WELL, YOU GOT YOUR SCOOP. WE'VE BEEN AFTER THIS GANG FOR QUITE AWHILE.

SURE WOULD LIKE TO KNOW WHO SOFTENED 'EM UP FOR US, THOUGH.

I GUESS THEY'LL TELL US...WHEN THEY RECOVER.

WHO... SOFTENED... THEM...UP?

ARRGHH!

I had the story, all right, but I'd lost the facts in my race to survive.

Without that file, it would have been hard to pin anything on Barnstrum.

But, now I know that HE was there all along.

HE kept those thugs from killing me.

He watched over me like a guardian angel.

He saved the file from certain destruction.

And HE was probably clinging somewhere aboard that ship-- giggling his danged-fool mask off-- watching me flounder to shore!

Blast HIM anyway!

JONAH?

ALMOST DONE, MY DEAR.

IS IT GOOD?

VERY GOOD.

I NEVER DOUBTED THAT IT WOULD BE.

I KNOW YOU DIDN'T...NOW.

BUT, I HAD TO PROVE THAT I COULD STILL GO OUT AND DO IT...FOR MYSELF!

YOU'RE *WET!*

YEAH, BUT TOUGH AS NAILS! C'MON, I'VE GOT A STORY TO PUT TO BED!

My name is J. Jonah Jameson.

I'm a reporter.

A journalist has an obligation to report the news factually, as it happened. That means I should tell SPIDER-MAN'S part in this story...

FWIP!

has an
tion to report
the news factually
as it happened. That
means I should tell
SPIDER-MAN'S part
in this story...

RIIIP

...but then, there are elements in every story ...that get lost on the way to the printer
-END-

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TM

PETER PARKER, THE SPECTACULAR SPIDER-MAN

TM

AND NOW-- CLOAK & DAGGER!

MILGROM

STALKERS IN THE SHADOWS!

WHAT DO THE SPECTACULAR SPIDER-MAN...

...THE MYSTERIOUS CLOAK & DAGGER...

...AND THAT VENGEFUL VIGILANTE, THE PUNISHER, HAVE IN COMMON?

STAN LEE PRESENTS:

STALKERS IN THE SHADOWS

BILL MANTLO	SCRIPTER
AL MILGROM & JIM MOONEY	ARTISTS
JOE ROSEN	LETTERER
BOB SHAREN	COLORIST
TOM DeFALCO	EDITOR
JIM SHOOTER	EDITOR-IN-CHIEF

DANNEMORA STATE PRISON IS AN UN-PLEASANT PLACE...

...HOUSING MANY UN-PLEASANT PEOPLE.

ANOTHER DAY HAS COME AND GONE, BOOMERANG, AND YOU'RE STILL WITH US.

WHAT HAPPENED TO THAT DRAMATIC ESCAPE YOU PROMISED EVERYONE WHEN YOU WERE FIRST BROUGHT IN?

YOU'RE LAUGHING NOW-- BUT I'M GONNA MAKE SURE I BUST OUTTA HERE ON YOUR SHIFT!

YOU WON'T FIND LIFE SO FUNNY ON THE UNEMPLOYMENT LINE!

THE GUARDS CONTINUE THEIR ROUNDS--

--LEAVING THE MAN CALLED BOOMERANG, AND HIS FELLOW PRISONER, ALONE IN THEIR SPECIAL CELL-BLOCK!

DID YOU GET IT, BOOMERANG?

OF COURSE, PUNISHER! NO ONE NOTICED THAT I ATE MY SOUP WITH TWO SPOONS--

--OR THAT I'D PALMED ONE!

AND, BY THE TIME ANYONE DOES A SILVER-WARE COUNT, YOU AND I WILL BE LONG GONE!

THERE! NOT THE BEST OF BOOMERANGS -- BUT IT'LL DO!

YOU'VE NEVER SEEN ME IN ACTION -- HAVE YOU, PUNISHER?

I'M AN EXPERT AT PRECISION THROWING! I NEVER MISS!

THAT'S WHY I'M A NATURAL AS AN ASSASSIN!

ONCE WE'RE OUT OF HERE, I INTEND TO GET A JOB WITH THE *KINGPIN* OF CRIME!

GOOD SHOT! YOU'VE KNOCKED OUT THE MECHANISM THAT SEALS OUR CELL DOORS.

YEAH, JUST LIKE YOU PLANNED! NOW LET'S GET GOING!

DON'T BE A FOOL! THE GUARDS WILL BE HERE IN SECONDS... ALERTED BY THE MECHANISM'S FAILURE! I WANT THEM TO FIND YOUR CELL DOOR OPEN ... AND YOU IN IT.

WHAT?! AND JUST WHERE THE HECK WILL *YOU* BE?

IN *MY* CELL... WITH THE DOOR CLOSED.

AND SO, MOMENTS LATER...

STEP RIGHT UP, SCREWS! I'VE RESERVED YOU FRONT-ROW SEATS FOR THE GREAT ESCAPE!

YOU MUST BE CRAZY, BOOMERANG! WHAT'D YOU HOPE TO ACCOMPLISH BY SHOWING US THAT YOU COULD OPEN THE DOOR TO YOUR CELL?

ALL IT'S GONNA GET YOU--IS A TRANSFER TO SOLITARY CONFINEMENT!

I WOULDN'T BE TOO SURE ABOUT THAT.

EH?

THE PUNISHER STRIKES SWIFTLY AND WITHOUT MERCY! IF THE GUARDS HAD BEEN CRIMINALS--THOSE HE LIVES TO PUNISH--THEY WOULD BE DEAD...

ONLY THE FACT THAT THEY ARE PEACE OFFICERS GUARANTEES THEIR SURVIVAL.

THE ESCAPE DOES NOT GO UNDISCOVERED...

PUNISHER, WHY'D WE STEAL THESE BLASTED UNIFORMS? TO USE FOR DISGUISES?

NO, NOT DISGUISES...

"...FOR A ROPELADDER!"

HURRY! SNAG THAT WEIGHTED END ON THOSE TREES BELOW!

BOY, IF THE KINGPIN COULD ONLY SEE ME NOW! HE'D MAKE ME HIS *NUMBER ONE* ASSASSIN FOR SURE!

BOOMERANG, IT'S TOO BAD THAT YOU WILL NEVER GET THE CHANCE TO BOAST TO HIM ABOUT THIS ESCAPE.

HUH? WHAT ARE YOU TALKING ABOUT, PUNISHER?

BECAUSE YOU'LL STILL BE BEHIND BARS TO-MORROW MORNING--

--WHILE THE KINGPIN WILL BE DEAD!

DAYBREAK OVER THE BIG APPLE HAPPENED A LONG TIME AGO...

...BUT SOME PEOPLE SLEPT RIGHT THROUGH IT! PEOPLE LIKE PETER PARKER...

MAN-OH-MAN! ANY MORE SHUT-EYE AND I WOULD HAVE TIED RIP VAN WINKLE'S RECORD!

I GUESS I CAN REST A WHOLE LOT EASIER NOW THAT I'VE PUT ALL THE HARD DECISIONS BEHIND ME...LIKE DROP-PING OUT OF GRAD SCHOOL.*

FROM NOW ON, I ONLY HAVE TO WORRY ABOUT MAKING MY LIVING AS A PHOTO-JOURNALIST--

IN AMAZING SPIDER-MAN # 243!

--AND WEB-SWINGING MY WAY THROUGH LIFE AS SPIDER-MAN.

UH-OH!

MY LANDLADY, MRS. MUGGINS, IS IN TROUBLE!

SECONDS LATER, THE PUNISHER IS CONSUMED BY THE SHADOWS OF THE NIGHT.

MRS. MUGGINS IS A TOUGH OLD BIRD!

BUT EVENNING THE ODDS CAN'T HURT!

BEAT IT, YOU PUNKS!

WE'VE GOT 'EM ON THE RUN, PARKER!

WE MAKE QUITE A TEAM, PARKER!

THAT SEEMED LIKE A PRETTY SENSELESS ASSAULT, MRS. MUGGINS. WHAT'D THEY HOPE TO STEAL FROM *YOU*-- YOUR BROOM?

THEIR TYPE DOESN'T PLAN, PARKER! WHEN THE HUNGER HITS 'EM, THEY STRIKE--

--HITTIN' ON ANYTHING OR ANYONE THAT MIGHT SATISFY THEIR HABIT!

HABIT--?

PRETTY SAD, HUH?

YEAH.

TAKE IT SLOW, MRS. MUGGINS.

MRS. MUGGINS CALLED THOSE ADDICTS SAD...BUT THEY NEED HELP... FAR MORE THAN I CAN GIVE.

HOW ANYONE COULD BECOME SO HOOKED ON SOMETHING SO OVERWHELMING... SO DESTRUCTIVE ...IS BEYOND ME!

DID YOU WITNESS THAT ASSAULT, CLOAK?

YES, DAGGER...

THOSE WHO PERPETRATED IT NOW SEEK SHELTER...

W-WE BLEW IT! MAN...THAT OLD LADY LOOKED LIKE AN EASY MARK! SHE MIGHTA HAD SOME MONEY...

...ENOUGH FOR A FIX!

YOU NEED NEVER WORRY ABOUT YOUR HORRIFYING HABIT AGAIN, VERMIN!

WHA-?!

WE ARE *CLOAK & DAGGER*...

GOTTA STOP! CAN'T GO ANY FARTHER!

...AND WE SHALL BE EITHER YOUR SALVATION... OR YOUR DEATH!

THE POISON IN YOUR VEINS HAS DRIVEN YOU TO PREY UPON OTHERS.

THE POISON MUST BE PURGED!

THEIR JUDGEMENT ANNOUNCED...

...THE GIRL CALLED DAGGER UNLEASHES HER KNIVES OF LIGHT!

THEY STAB DEEPER AND COLDER THAN ANY STEEL.

THOSE NOT IMMEDIATELY STRICKEN ATTEMPT FLIGHT.

THE OTHER ONE! H-HE...CAME FROM NOWHERE!

BIG DEAL! LET'S SEE WHAT HE'S MADE OF!

YES...

EXPERIENCE FOR YOURSELVES ...MY CLOAK OF DARKNESS!

DARKNESS DESCENDS...

A DARKNESS DEEPER THAN ANY NIGHT...

A DARKNESS TOTALLY WITHOUT WARMTH...

...WITHOUT LIGHT...

...WITHOUT HOPE!

A DARKNESS THAT CHILLS THEIR VERY SOULS...

TO ME, DAGGER.

I'M HERE, CLOAK.

THEY VANISH INTO THE DARKNESS

I...I FEEL DIFFERENT!

A PITY THAT YOUR CURES CAME TOO LATE! YOU'VE ALREADY COMMITTED A CRIME -- AND SO, MUST BE *PUNISHED!*

I WANT THE NAME OF YOUR CONNECTION... *NOW!*

ME, TOO! I AIN'T GOT THE SHAKES!

HEY, MAN... I THINK I'M CLEAN!

I DON'T KNOW HOW-- BUT WE'RE FREE FROM THE JUNK!

MEANWHILE, AT COLUMBIA PRESBYTERIAN HOSPITAL...

FELICIA HARDY? YES, SHE IS A PATIENT HERE...

...BUT NO ONE'S ALLOWED UP TO HER FLOOR WITHOUT A POLICE PASS.

I SEE. THANKS.

INFORMATION

SIXTEENTH FLOOR? OFF-LIMITS, I'M AFRAID.

A WHOLE FLOOR?

1 2 3 4 5 6 7 8 9 10 11 12 13 14 15 16 17

YEP. THE POLICE ARE GUARDING SOMEBODY PRETTY SPECIAL.

THEN, MY SICK AUNT MUST BE ON FIFTEEN.

DING

MEANWHILE, IN THE ELEVATOR SHAFT...

...SPIDER-MAN CONTINUES UP TO THE NEXT FLOOR, AS ONLY HE CAN...

IF THE BLACK CAT'S ON THE SIXTEENTH FLOOR--

--THERE'S NO WAY ANYONE CAN KEEP ME FROM SEEING HER!

ALL RIGHT, HERO! HOLD IT!

SHHHH! THIS IS A HOSPITAL ZONE!

BESIDES, I WAS ONLY TESTING YOU!

YOUR SECURITY'S TIGHTER THAN LAST TIME, CAPTAIN DEWOLFF!

DR. OCTOPUS TAUGHT US A LESSON, WEB-SLINGER*--

*SPECTACULAR SPIDER-MAN #79!

-- WHEN YOU PLAY WITH SUPER-TYPES, YOU PLAY FOR KEEPS!

GO ON IN, HERO -- THE *BLACK CAT* IS WAITING FOR YOU!

FELICIA? I'M HERE, HONEY. HOW ARE YOU?

MY STITCHES ITCH AND I'M BORED, LOVER.

I MISSED YOU.

I MISSED YOU, TOO -- BUT I HAD TO ATTEND TO SOME BUSINESS.

YOU'RE LUCKY. I CAN'T WAIT TILL I'M OUT OF HERE ...AND OFF SEDATION.

YOU'LL BE BETTER SOON, FELICIA...

AND THEN, WHAT?

EVERYTHING'S HAPPENED SO FAST BETWEEN THE CAT AND ME -- THAT I'VE NEVER REALLY HAD TIME TO SORT OUT HOW I FEEL ABOUT HER.

SHE'S DIFFERENT FROM ANY OTHER WOMAN I'VE EVER KNOWN.

I'M REALLY ATTRACTED TO HER... BUT A REAL RELATION-SHIP NEEDS A BETTER FOUNDATION THAN THAT!

LATER...

SPIDER-MAN?

I'LL NEVER GET USED TO THE WAY HE COMES AND GOES.

I WONDER WHY HE SEEMED SO TROUBLED? HE BEAT DR. OCTOPUS AND SAVED HIS LADY'S LIFE.

WHAT COULD POSSIBLY BE WRONG?

EVERYTHING USED TO SEEM SO SIMPLE HERE-- HIGH ABOVE THE ROOF-TOPS OF THE CITY--

THERE WERE NO WORRIES I COULDN'T DISMISS BY SIMPLY SLINGING A WEBLINE!

SURE, I'VE ALWAYS HAD MY SHARE OF PROBLEMS AS SPIDER-MAN --

--PROBLEMS LIKE THAT MYSTERIOUS ANDROID THAT RECENTLY APPEARED OUT OF NO-WHERE AND TRIED TO KILL ME!*

BUT I COULD ALWAYS COPE WITH THOSE HASSLES! IT'S MY PERSONAL LIFE... MY LIFE AS PETER PARKER...THAT KEEPS ME DOWN!

*SEE ASM#242.

I CAN'T HELP WONDERING WHETHER I'VE BLOWN MY FUTURE BY DROP-PING OUT OF SCHOOL--

--OR WHETHER I'M ABOUT TO FIND A NEW FUTURE WITH THE BLACK CAT!

AND WHAT ABOUT THE CAT? DO I LIKE HER AS PETER PARKER, OR AS SPIDER-MAN?

THAT'S A DILEMMA I NEVER FACED BEFORE-- BECAUSE I NEVER BEFORE CARED FOR ANYONE AS SPIDER-MAN!

AW, NUTS! I NEED TO CLEAR MY THOUGHTS, AND THE BEST REMEDY IS...

...ACTION!

HIS SPIDER-SENSE TINGLES, WARNING HIM OF DANGER...

FOLLOWING ITS LEAD, HE DROPS DOWN BEFORE AN ABANDONED TENEMENT...

THIS BUILDING HAS BEEN CONDEMNED-- AND ITS ENTRANCES COVERED WITH SHEET METAL--

--BUT THESE HOLES ARE BIG ENOUGH FOR NEW YORK'S OVERSIZED RATS...

THE RODENT AND HUMAN KIND!

THE RATS WERE WISE ENOUGH TO AVOID THIS RUNDOWN RESIDENCE TONIGHT.

THEIR HUMAN COUNTERPARTS WERE SOMEWHAT LESS WISE.

GOSH, IT'S DARK IN HERE! THIS PLACE HAS GOTTA BE A SHOOTING-GALLERY--A DRUG HIDEOUT--

-- LOOKS LIKE THESE JUNKIES HAVE BEEN BEATEN TO A PULP!

THEIR PUNISH-MENT WAS WHAT THEY DESERVED.

WHO--?!

CLOAK & DAGGER! I SHOULD'VE KNOWN! DIDN'T YOU EVER HEAR ABOUT DUE PROCESS OF LAW?!

JUNKIES ARE PEOPLE! THEY HAVE LEGAL RIGHTS, TOO!

BUT YOU TWO DON'T SEEM TO CARE ABOUT THAT!

YOU'RE AS BAD AS THE CRIMINALS YOU SAY YOU PUNISH!

AMAZINGLY, SPIDER-MAN'S PREY ELUDES HIM AS **CLOAK** SIDE-STEPS INTO SHADOW...

...AND **DAGGER** LITHELY DANCES AWAY.

YOU HAVE JUST JUDGED AND PASSED SENTENCE UPON *US*, SPIDER-MAN.

SO DON'T FAULT US FOR DEFENDING OURSELVES.

DAGGER'S *LIGHT-KNIVES!* THE LAST TIME SHE ZAPPED ME WITH THEM I WAS QUIVERING FOR A WEEK!

CAN'T LET 'EM TOUCH ME AGAIN!

DAGGER, I'VE SUSPECTED THAT CLOAK EXERTS SOME SORT OF SINISTER HOLD OVER YOU!

WELL, TONIGHT I'M GOING TO RELEASE YOU FROM HIS POWER --AND FINALLY GET A HANDFUL OF--

--DARK-NESS?

HUH? I... I DIDN'T FEEL ANYTHING! NOT EVEN A BODY! N-NOTHING!

DARKNESS IS SOMETHING ONLY I CAN HOLD!

M- MY HANDS ARE FROZEN-- NUMB!

CLOAK'S DARKNESS IS COLDER THAN DEATH, SPIDER-MAN--

--WHILE I AM FASTER THAN LIGHT!

A NICE ALLEGORY, DAGGER-- IF NOT EXACTLY ACCURATE.

STILL, YOU WERE ALMOST FAST ENOUGH -- TO TAKE ADVANTAGE OF MY SHOCK-- AND BOOT ME -- BEFORE I COULD LEAP FROM THE WALL!

STILL, I'M OVER MY SURPRISE NOW--AND I'M DETERMINED TO DISCOVER THE SECRET OF YOUR BOYFRIEND'S POWER!

YOU HAVE ALREADY BEEN TOLD, SPIDER-MAN--THOUGH YOU REFUSE TO ACCEPT THE TRUTH.

SPIDEY-- NO!

I AM *DARKNESS*, ALL-CONSUMING, NEVER-ENDING...

...AN ETERNITY OF *NIGHT!*

ENGULFED IN THE VAST AND SPREADING CLOAK OF DARKNESS, SPIDER-MAN FINDS HIMSELF LOST...

...ALONE...

...IN AN EMPTINESS COLDER THAN ANY GRAVE.

NO!

MISTER, I DON'T KNOW WHAT KIND OF MONSTER YOU ARE INSIDE THAT CAPE, BUT--

ARRGH! YOU'VE ESCAPED ME! YOU'RE THE ONLY ONE WHO'S EVER DONE THAT!

STOP! I WILL NOT ALLOW YOUR TERROR OF CLOAK TO TURN YOU AGAINST US!

WE USED TO FIGHT ON THE SAME SIDE!

CAN'T WE DO SO AGAIN NOW?

I FOUGHT TO STOP SILVERMANE FROM KILLING YOU, DAGGER! *

* PPTSS #69 & 70!

BUT, WHEN YOU TAKE TO BRUTALIZING HELPLESS JUNKIES--

THEY WERE LIKE THAT WHEN WE FOUND THEM.

WHAT?!

MY LIGHT WILL HELP SHOW YOU THE TRUTH!

SEE! WE DIDN'T COMMIT THIS CRIME!

BULLET-HOLES ...POCKMARKING THE PLASTER WALLS! I DIDN'T SEE THEM IN THE SHADOWS!

EACH SHELL CONTAINED A POWERFUL-- AND PAINFUL-- SEDATIVE.

MERCY-BULLETS!

BUT, THE MAN WHO USED THEM DIDN'T SHOW ANY MERCY. HE CAME HERE TO FIND THE SOURCE OF THE DRUGS.

HE LEFT TO SLAY THAT SOURCE.

BATTLE REPORT #500-89: I HAVE CONFIRMED WHAT I SUSPECTED IN PRISON--THE IDENTITY OF THE MAN BEHIND NEW YORK'S ILLEGAL DRUG MARKET...THE *KINGPIN* OF CRIME!

BATTLE REPORT

"TONIGHT I WILL KILL...THE KINGPIN!"

NEXT: *THE RACE FOR THE FAT MAN!*

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MILGROM

The city seems peaceful. That peace is a lie. Even as I stand here, a War rages down on those rain-slashed streets.

A war between citizens and criminals--and the citizens are losing. I'm a Soldier in that war.

My misson: To protect the innocent victims of crime by punishing the criminals.

That's why I'm called the Punisher!

CRIME & PUNISHMENT!

Stan Lee PRESENTS: BILL MANTLO WRITER / AL MILGROM BREAKDOWNS / JIM MOONEY INKS / DIANA ALBERS LETTERS / BOB SHAREN COLORS / TOM DeFALCO EDITOR / JIM SHOOTER KINGPIN

It's gotten worse out here...

Worse since they put me in prison.

Since they locked me behind bars...

...with some of the very scum I'd swept off the streets.

They cage me, while most criminals roam free.

Civilians! they don't understand the nature of this war...

Not like I do.

SHUT UP, ELAINE! SHUT UP, I'M TELLIN' YA!

I AIN'T GONNA SHUT UP! IF YOU WANT ME TO SHUT UP--GO OUT AND GET A JOB!

Yes. It's gotten worse. When society's incapable of curbing crime, even the common citizenry become criminals.

I'LL TEACH YA TO TALK TO ME LIKE THAT!

SLAP!

Someone has to check the spread of crime.

Someone has to maintain law and order.

That someone... is me!

2

BRUDDABRUDDABR!!!PPP

E-ELAINE...? I-I THINK I'VE BEEN SHOT!

OH, MY GOD! STAY STILL, MARVIN! DON'T MOVE! I'LL CALL FOR AN AMBULANCE!

Crime, if left unpunished, breeds further crime.

A man's crime of battery against his wife today... makes him capable of committing a crime against others tomorrow.

I can't allow that escalation.

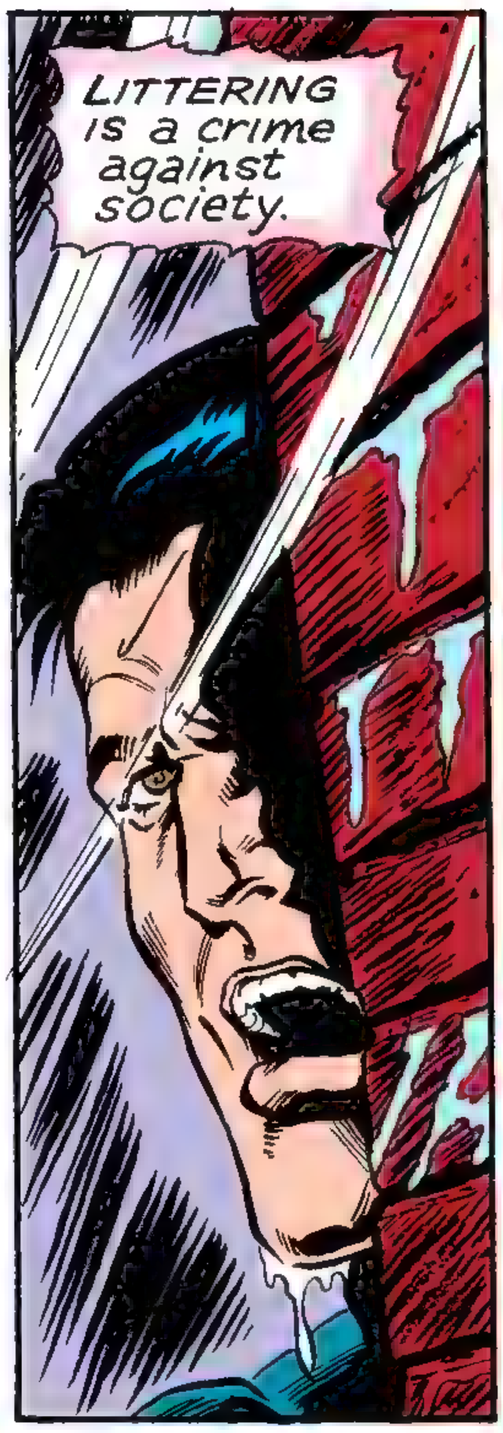
THIS NEWSPAPER'S NOT DOING MUCH GOOD -- IS IT, BOBBY?

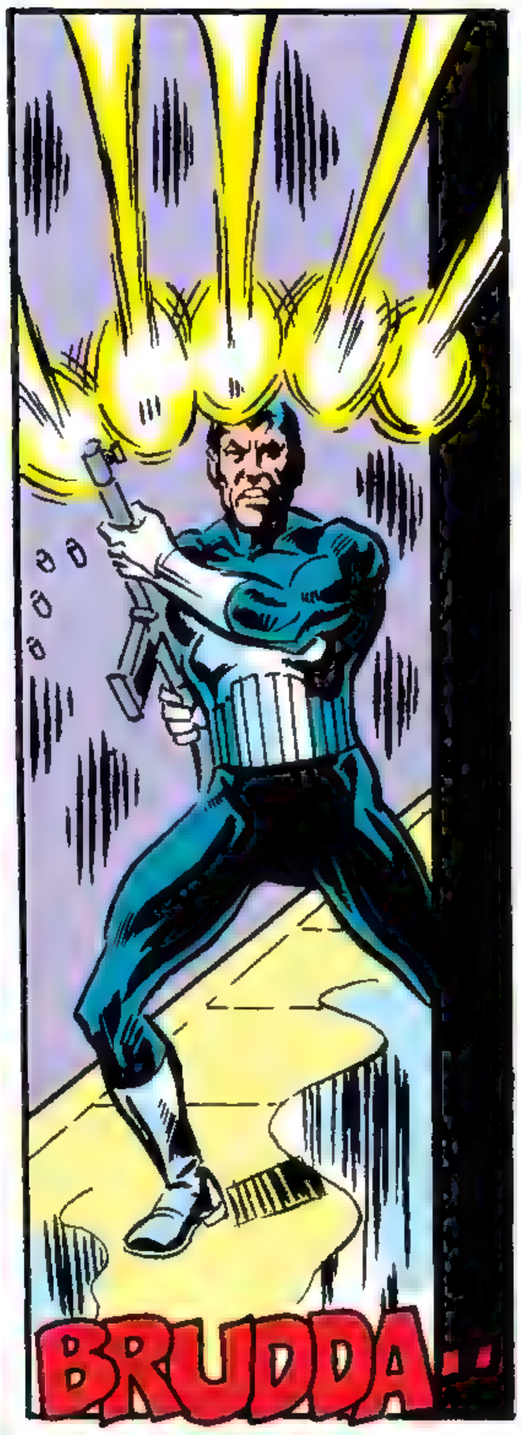
DON'T LITTER $100 00 FINE

NOPE! IT'S SOAKED THROUGH!

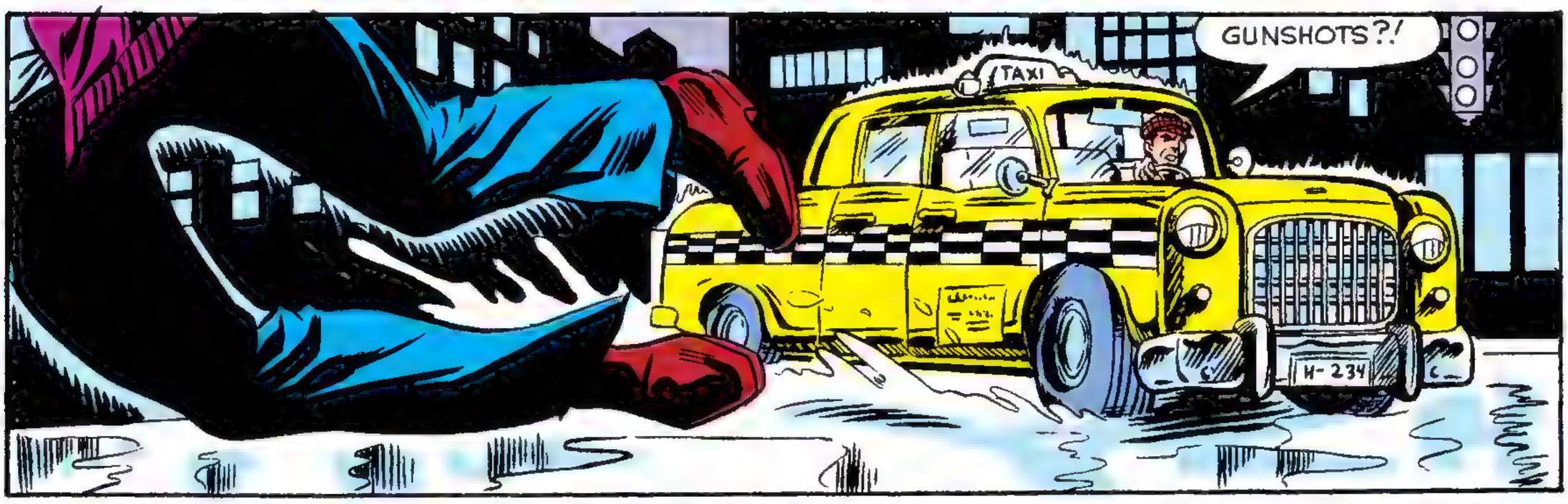
OH, WELL! IT'S KEPT US A LITTLE DRIER!

GUNSHOTS!!


LITTERING is a crime against society.


BRUDDA...

BRUDDABR!!PPP
R-RUN, HONEY! RUN!


GUNSHOTS?!
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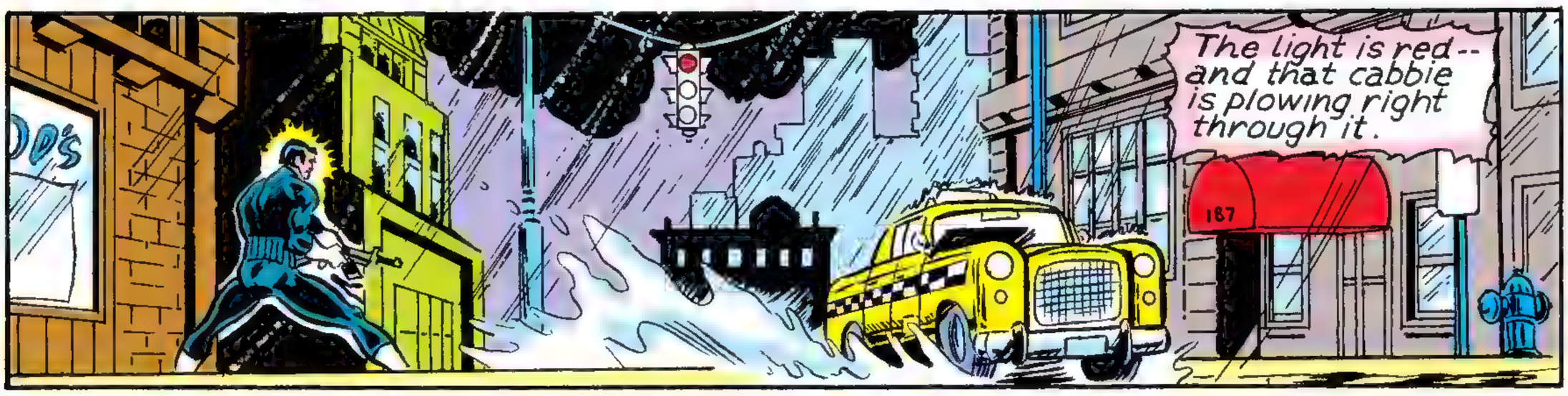
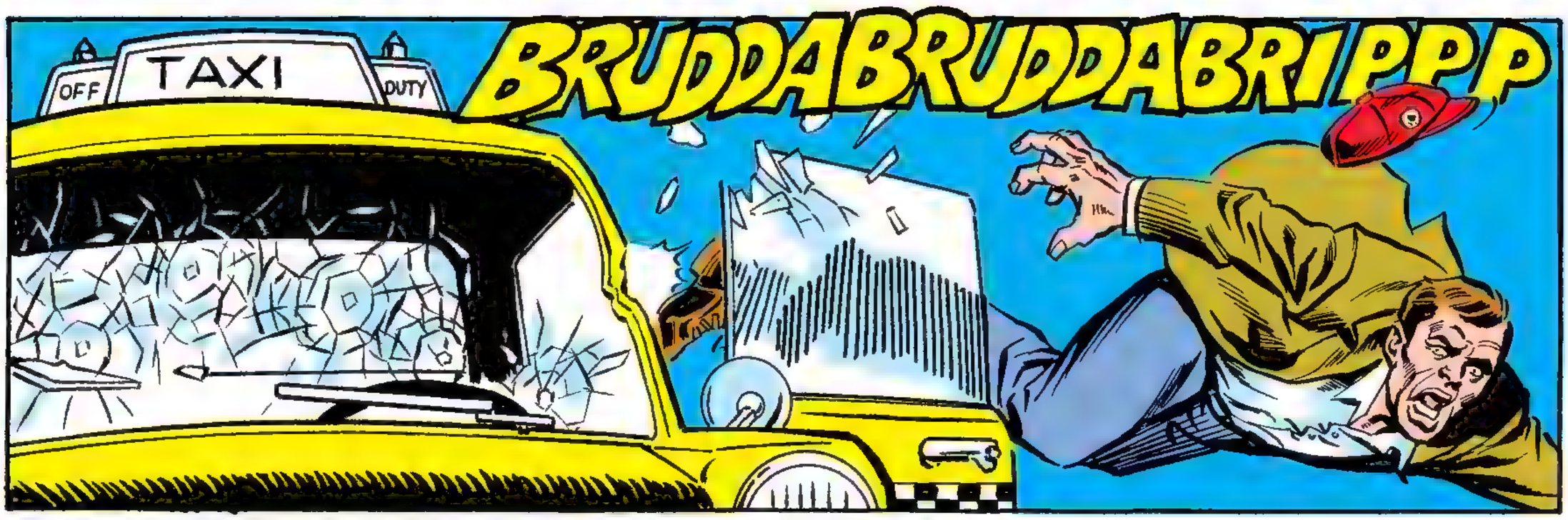

The light is red-- and that cabbie is plowing right through it.
187

Another crime...
4


TAXI
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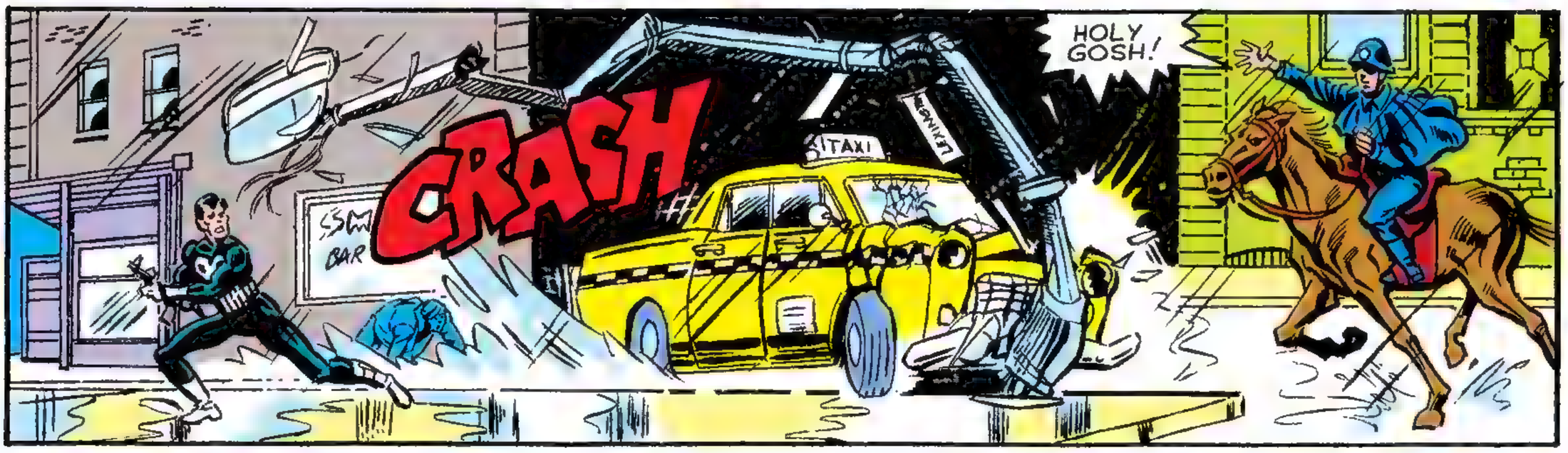
CRASH
TAXI
LEXINGTON
SSM
BAR
HOLY GOSH!

FREEZE IT, YOU LUNATIC!

No.
F
Though the policeman is sworn to keep the peace...his kind have never understood me. They enforce laws.

I punish those who break laws.

There's a subtle difference.
5

And I can't wage war on crime from behind bars.

They put me in prison because they said my tactics were as criminal as the criminals I punished.

You can't expect civilians to understand that there's no place for legal niceties on the battlefield.

But I'm grateful to them for one thing... I learned a lot in prison.

I learned the depths of depravity to which men can sink.

I learned the nature of the crimes committed in this city...

...and the name of the man responsible for planning the most heinous ones...

He's Called THE KINGPIN OF CRIME!

My misson... To Kill The Kingpin!

ELSEWHERE, AT THAT VERY MOMENT...

WE'VE GOT TO STOP THE PUNISHER BEFORE HE HURTS ANYONE ELSE!

HE'S THE ONE WHO BRUTALLY ATTACKED THAT GANG OF JUNKIES WE FOUND! *

* SEE LAST ISSUE!

YES, SPIDER-MAN! CLOAK AND I WANTED TO HELP THOSE KIDS!

BUT THE PUNISHER FOUND THOSE KIDS FIRST! HE FORCED THEM TO NAME THE ULTIMATE SOURCE OF THEIR DRUGS... THE KINGPIN OF CRIME!

WHAT--?!

WE WANTED TO USE MY DAGGERS OF LIGHT TO FREE THEM FROM THEIR ADDICTIONS!

THE MAN WHOM DAGGER AND I HAVE SWORN TO KILL!

7

ARE YOU CRAZY?! THE KINGPIN IS NUMERO UNO WHEN IT COMES TO CRIME IN THIS TOWN!

GO UP AGAINST HIM--

--AND YOU'LL END UP DEAD!

YOU CAN AVOID THIS BATTLE IF YOU WANT TO, SPIDER-MAN...

--BUT DON'T TRY TO STOP US!

THEY'VE VANISHED!

I DON'T THINK I'LL EVER GET USED TO THE WAY THEY CAN DISAPPEAR INSIDE CLOAK'S CAPE LIKE! THAT!

BUT EVEN THAT TRICK WON'T HELP 'EM IF THEY GO UP AGAINST THE KINGPIN!

I DON'T KNOW WHO'S CRAZIER--CLOAK AND DAGGER FOR GOING AFTER THE KINGPIN--

YOU TOLD US THE SAME THING WHEN WE WENT AFTER *SILVER-MANE*, ANOTHER CRIME KING. *OUR POWERS PREVAILED AGAINST HIM. WHY SHOULD THE KINGPIN BE ANY DIFFERENT?

LIKE THE PUNISHER, DAGGER AND I ARE SWORN TO FIGHT A WAR... AGAINST DRUGS... AND THOSE WHO SUPPLY THEM!

*SSM #69-70!

--OR ME FOR TRYING TO STOP THEM?!

8

AS THE AMAZING SPIDER-MAN RACES ACROSS THE CITY, HE PASSES COLUMBIA PRESBYTERIAN HOSPITAL...

I WISH I COULD STOP HERE--AND VISIT THE BLACK CAT!

SHE'S BEEN FEELING BETTER LATELY--BUT SHE'S STILL RECOVERING FROM WOUNDS SHE RECEIVED WEEKS AGO!*

*SEE ISSUE #76!

I DON'T HAVE THE TIME TO SEE HER NOW, AND BESIDES...

"...SHE NEEDS HER REST!"

I JUST COULDN'T TAKE ANOTHER NIGHT IN BED!

I'M BORED AND RESTLESS...

IT'S TIME THE *BLACK CAT* PROWLED AGAIN!

MY DOCTORS WOULD BE FURIOUS IF THEY KNEW I ONLY PRETENDED TO TAKE MY EVENING SLEEPING PILL!

9

MEANWHILE...

I'VE BEEN EXPECTING YOU, SPIDER-MAN! YOU MAY ENTER...

YOU...KNEW I WAS HERE ALL ALONG?!

OF COURSE! IN MY BUSINESS, I FIND IT ADVANTAGEOUS TO KNOW MANY THINGS...!

I ALSO KNOW WHY YOU HAVE COME...TO WARN ME OF CLOAK & DAGGER.

YOU FEAR THAT THEY WILL ATTEMPT TO KILL ME--

10

--AND SO, YOU HAVE COME TO PROTECT ME!

I ASSUME NOTHING. I KNOW YOU SUFFICIENTLY WELL...

YOU'RE ASSUMING AN AWFUL LOT!

HOWEVER, YOU NEEDN'T HAVE COME. EVERY INCH OF MY TOWER IS MONITORED BY ELECTRONIC AND HUMAN...

...GUARDS?!

M-MY PEOPLE ARE ALL UNCONSCIOUS!

AND THAT'S NOT YOUR ONLY PROBLEM...

...CLOAK & DAGGER ARE HERE!

KINGPIN, WE SENTENCE YOU TO DIE FOR YOUR MULTITUDE OF CRIMES.

I AM NOT AFRAID OF YOU. I HAVE A PROTECTOR!

SPIDER-MAN WILL PREVENT YOU FROM BECOMING MURDERERS...

ISN'T THAT RIGHT--?

THE KINGPIN KNOWS ME BETTER THAN I REALIZE!

SPIDER-MAN, WHY DO YOU ALWAYS STAND BETWEEN US--AND THOSE WE MUST PUNISH?

I'M JUST TRYING TO PROTECT YOU TWO!

YOUR ALLEGIANCE TO THE KINGPIN MAKES YOU AS MUCH A CRIMINAL AS HE.

THUS, YOU MUST PERISH WITH HIM.

DAGGER!

I KNOW WHAT TO DO, CLOAK--

--AND I WON'T HESITATE THIS TIME!

NEITHER WILL I! I'VE EXPERIENCED DAGGER'S *LIGHT-KNIVES* BEFORE!

12

I... DON'T BELIEVE IT! YOU'RE MOVING SO FAST... THAT YOU'VE SUCCESSFULLY DODGED ALL OF MY DAGGERS OF LIGHT!

YEOW! WHERE'D YOU SUDDENLY POP OUT FROM?

MEANWHILE, THE KINGPIN DISPLAYS NO FEAR AT THE LIGHT-KNIVES WHICH SUDDENLY VEER TOWARD HIM...

CLICK

A SECRET WALL PANEL OPENS.

A QUICK STEP BACKWARDS, AND THEN...

I COULDN'T LET YOU HARM DAGGER!

I AM NOW SAFE FROM THOSE FOOLISH CHILDREN.

BUT YOU'RE NOT SAFE FROM ME, FAT MAN!

13

I KNOW YOU! YOU ARE...

THE PUNISHER. I LET THOSE "FOOLISH" CHILDREN TAKE OUT YOUR DEFENSES BEFORE ENTERING MYSELF!

COZY PLACE YOU'VE GOT HERE...

MEANWHILE...

I MANAGED TO STUN CLOAK... IF ONLY FOR A MOMENT!

CLOAK & DAGGER WERE LED HERE AFTER QUESTIONING PUSHERS WHO'D BEEN ATTACKED BY THE *PUNISHER!*

MAYBE HE DID THAT DELIBERATELY -- TO GET THEM TO COME AFTER THE KINGPIN... TO CREATE A DIVERSION... WHILE HE DEALT WITH THE FAT MAN HIMSELF!

UH-OH! CLOAK'S STIRRING...

HE'S UNLEASHING A FLOOD OF --

TOTAL DARKNESS!

AND NOW DAGGER'S LIGHT KNIVES ARE SLICING TOWARD ME.

CAN'T LET 'EM FIND ME!

TAA-TAA, KIDDIES! IT WAS GETTING A BIT CLAUSTROPHOBIC IN HERE!

14

WHOOPS!

NOBODY MESSES WITH THE KING-PIN, WALL-CRAWLER!

YOU'VE GOT ME WRONG, GUYS! I'M ON YOUR SIDE!

YA DOPE! YA CAN'T REALLY EXPECT US TO--

HEY! WHAT HAPPENED TO THE LIGHTS?!

FOR AN ETERNAL INSTANT, THEY ARE ENGULFED BY A TANGIBLE, ALMOST LIVING DARKNESS--

--WHICH PIERCES THEIR MINDS--

--AND CHILLS THEIR SOULS!

15

THEIR FATE COULD HAVE BEEN YOURS, SPIDER-MAN!

STOP DEFENDING THE KING-PIN! LET US HAVE HIM!

I'M NOT TRYIN' TO BE FUNNY... BUT CAN'T YOU TWO SEE ANY SHADES OTHER THAN BLACK AND WHITE?

EVEN THE KINGPIN DESERVES JUSTICE!

HE SHALL HAVE JUSTICE! THE JUSTICE OF *CLOAK & DAGGER!*

CLOAK, MAYBE SPIDER-MAN'S RIGHT...

NO!

WE DO WHAT WE MUST!

SUCH IS OUR CURSE!

YES...

THE KINGPIN MUST DIE--

"--AND YOU, SPIDER-MAN, ARE IN OUR WAY!"

GOT TO FALL BACK BEFORE THOSE LIGHT-KNIVES CAN--

OH, NO! CLOAK MUST HAVE TELEPORTED BEHIND ME!

CAN'T ESCAPE HIS CAPE OF DARKNESS!

16

ELSEWHERE...

THESE KIDS ARE PRETTY GOOD--AREN'T THEY, KINGPIN? CLOAK & DAGGER, I MEAN. I SPOTTED THEM TAKING ON A PACK OF JUNKIES.

THEY WERE IMPRESSIVE... BUT, IN THE END, THEY WIMPED OUT! THEY CURED THE DRUGGIES INSTEAD OF *KILLING* 'EM.

MISTAKE. YOU'VE GOT TO *PUNISH* THOSE WHO BREAK THE LAW...

PUNISH 'EM SO THEY CAN'T BREAK IT AGAIN.

I'M GOING TO PUNISH YOU, KINGPIN--

OTHER MEN HAVE TRIED-

BAPBAPBAP

--AND FAILED!

ALL HAVE PAID THE PRICE FOR DARING TO ATTACK--

--THE KINGPIN OF CRIME!

17

THIS IS HOW THE KINGPIN DISPOSES OF INTRUDERS!

YOU SHOULD HAVE KILLED ME WHEN YOU COULD--

--BECAUSE I'VE GOT OTHER WEAPONS--

--AND I'M NOT GOING TO STOP UNTIL YOU'VE BEEN PUNISHED FOR YOUR CRIMES!

JUST THEN...

I-IS SOMETHING WRONG, WILBUR?

WILBUR?

UFF

I'M BETTING THAT THE LADY MEANS SOMETHING TO YOU, FAT MAN.

VANESSA!

RELEASE MY WIFE, PUNISHER!

NO ONE MAY THREATEN HER. NO ONE!

18

ELSEWHERE, DEEP WITHIN THE MAN CALLED CLOAK...

SO COLD IN HERE! I'VE GOT TO GET OUT--BUT I DON'T KNOW THE WAY!

MEANWHILE...

STOP YOUR LIGHT-KNIVES, DAGGER!

I CAN'T CONTROL THEM AFTER THEY'VE BEEN RELEASED--

"--AND THEY'RE STILL SEEKING SPIDER-MAN!"

LIGHT PENETRATES THE DARKNESS THAT IS CLOAK...

...AND HIS CRY IS ONE OF SHEER UNBRIDLED JOY!

LIGHT! I SEE LIGHT IN THE DARKNESS!

GOT TO FOLLOW IT! MAYBE IT'LL SHOW ME THE WAY--

--OUT OF HERE! 19

DAGGER! YOUR LIGHT HELPED FREE OUR ENEMY!

SPIDER-MAN ISN'T OUR ENEMY! HE'S ONLY DOING WHAT HE BELIEVES IS RIGHT!

WE'VE GOT TO BELIEVE THAT!

I'LL STAND BY, AND LET YOUR DARKNESS FEED ON THOSE WHO DO EVIL--

--BUT I WON'T LET YOUR SHADOWS SWALLOW THOSE WHO DO GOOD!

FEED? SWALLOW? YOU SOUND AS IF CLOAK EATS EVERYTHING HE ENVELOPS WITHIN HIS *CAPE OF DARKNESS*?!

I SUBSIST ON LIGHT, SPIDER-MAN... AND WARMTH.

I WOULD HAVE CONSUMED YOURS--

--IF DAGGER HADN'T APPEASED MY HUNGER WITH HER LIGHT!

I SAVED YOU, SPIDER-MAN! IT'S A ***DEBT*** YOU'LL OWE ME NEXT TIME WE MEET!

YOU HAVE DELAYED US TOO LONG, SPIDER-MAN!

WE WILL FIND THE KINGPIN--

--AND DEAL WITH HIM!

NO! WAIT--!

20

I'VE GOT TO STOP THEM! BUT THEY COULD BE ANYWH--UH-OH!

HERE COME MORE OF THE KINGPIN'S TROOPS!

EXCUSE ME, BOYS, BUT I'VE GOT AN APPOINTMENT WITH YOUR BOSS --

-- AND YOU KNOW HOW HE HATES TO BE KEPT WAITING!

AND MOMENTS LATER...

...HAVING RENDERED THE LAST OF THE GUNSELS UNCONSCIOUS, SPIDER-MAN RETURNS TO THE KINGPIN'S BOARDROOM...

THIS IS WHERE HE TOOK A POWDER DURING THE FIGHT!

DOLLARS'LL GET YOU DOUGHNUTS THAT THERE'S SOME SORT OF SECRET PANEL HERE!

VOILA! MY SPIDER-SENSE HAS LOCATED IT!

IT'S SHUT TIGHT, BUT LET'S SEE WHAT HAPPENS WHEN I APPLY MY STICKY LITTLE FINGERS --

--AND THE PROPORTION-ATE STRENGTH OF A SPIDER!

21

BUT THEN...

THE KINGPIN IS GONE.

OH, NO!

THE PUNISHER USED US TO GET AT THE KINGPIN.

HE'S PAID FOR HIS MISTAKE!

HE LEFT THE PUNISHER AS A GESTURE OF HIS CONTEMPT...

DIDN'T EVEN CONSIDER HIM *WORTHY* OF KILLING.

RIGHT! THE PUNISHER'S PAID! BUT IF THE KINGPIN COULD DO THIS TO A GUY LIKE HIM--

--WHAT'S HE GONNA DO THE NEXT TIME HE RUNS INTO A COUPLE OF KIDS--

--NAMED *CLOAK & DAGGER*?!

?

NEXT ISSUE: THE FATE OF THE PUNISHER! SPIDER-MAN CONFRONTS THE BLACK CAT! AND MORE! DON'T MISS...

DELUSIONS!

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

THIS ISSUE'S GOT EVERYTHING!

SPIDEY IN ACTION!...

...THE BLACK CAT BACK ON THE PROWL!...

...AND THE TRIAL OF THE PUNISHER!

BIBLE

SO, WHAT ARE YOU WAITING FOR?! BUY IT!

LaRocque // Milgrom

Stan Lee PRESENTS: THE SPECTACULAR SPIDER-MAN!®

BILL MANTLO * SCRIPT | GREG LAROCQUE * PENCILS | JIM MOONEY * INKS | JOE ROSEN * LETTERS | GEORGE ROUSSOS * COLORS | TOM DEFALCO & DANNY FINGEROTH * EDITORS | JIM SHOOTER * CHIEF

ILLUSIONS

THE WHITE WAS A HOUSE CAT, CURRIED AND COMBED.

MEEEOWRRR!

THE PACK WERE ALL ALLEY CATS, TOUGH AS THEY COME.

SHE MADE THE MISTAKE OF WANDERING INTO THEIR TERRITORY.

BUT SHE'S GOT A GUARDIAN ANGEL.

NOW, BOYS--

--THAT'S NO WAY TO TREAT A LADY!

MROWRRR

SCAT!

THEY DO...

...AND THE **BLACK CAT** ADDRESSES THE FELINE SHE'S SAVED.

YOU'RE OKAY NOW, LADY!

PUR

RRRR

THAT'S SWEET!

WHERE DO YOU COME FROM, LADY? YOU DON'T BELONG OUT HERE.

BUT, THEN, NEITHER DO I.

I'M SUPPOSED TO BE BACK UP IN MY HOSPITAL ROOM-- IN BED, Y'SEE, LADY, I WAS HURT REAL BAD--

--AND I GUESS MY DOCTORS WERE RIGHT. I-I HAVEN'T REALLY FULLY RECOVERED YET.

BUT I WAS GOING CRAZY! I'M NOT THE KIND OF GIRL WHO CAN LOUNGE AROUND ALL DAY DOING NOTHING!

'SPECIALLY NOT WHEN MY BOYFRIEND ***SPIDER-MAN*** ...IS OUT EVERY NIGHT HAVING ALL SORTS OF SPIDER-FUN!

S-SO MAYBE I'LL JUST SIT DOWN HERE FOR A LITTLE WHILE ...GET SOME REST--

--BEFORE THE BLACK CAT PROWLS AGAIN!

ELSEWHERE, THE SOUND OF A VACUUM PRESS COMES FAINTLY FROM THE BASEMENT OF AN APPARENTLY ABANDONED WAREHOUSE.

APPARENTLY ABANDONED.

ANOTHER PERFECT SHEET! ZACK, WHEN IT COMES TO FORGING CREDIT CARDS, YOU'RE A GENIUS!

YOU SHOULD PUT THAT ON YOUR RESUME, ZACK! IT MIGHT LAND YOU A JOB PRESSING LICENSE PLATES IN THE STATE PEN!

SPIDER-MAN!

THRAK!

D-DON'T PANIC! WE OUTNUMBER HIM FOUR-TO-ONE!

AH, BUT I POSSESS THE PROPORTIONATE STRENGTH OF A SPIDER!

STACKED UP AGAINST THAT, WHAT'S YOUR CLAIM TO FAME?

POW

KAPOW

HOW ABOUT SUPERIOR FIREPOWER WALL-CRAWLER?

GUNS ARE ONLY GOOD IF YOU CAN SHOOT THEM, FRIEND!

THWIP

DON'T FEEL LEFT OUT, FRIEND. YOU CAN HAVE YOUR SHOT AT ME NOW.

THAT'S IT, LOUDMOUTH, KEEP ON CRACKING WISE--!

HE THINKS HE'S DIVERTING ME WHILE THAT FOURTH BIRDBRAIN SNEAKS UP FROM BEHIND--

--BUT THEY DON'T KNOW I'VE GOT A *SPIDER-SENSE* TO PROTECT ME FROM TRICKS LIKE THAT!

I GOT HIM, ZACK!

NO, I GOT HIM, CHARLIE!

SORRY, CHARLIE!

UNNGH!

NOW, FELLAS-- WHY DON'T WE CALL IT QUITS?

WE GOT TOO MUCH TO LOSE TO JUST GIVE UP, WEB-SLINGER! YOU GET TEN-TO-TWENTY FOR COUNTERFEITING!

YEAH, I CAN SEE YOUR POINT! I EVEN SYMPATHIZE--

SPOK

TCHOK

--BUT NOT TOO MUCH! AFTER ALL, WHAT ARE YOU BUT A BUNCH OF CRUMMY CROOKS?!

CAPTAIN DEWOLFF!

READY AND WAITING TO BACK YOU UP, WEB-SLINGER-- NOT THAT YOU SEEMED TO NEED ME!

SORRY IF I HOGGED ALL THE ACTION, POLICE LADY--

--BUT I REALLY NEEDED TO UNWIND. THANKS FOR LETTING ME COME ALONG.

THANK *YOU!* WE'VE BEEN AFTER THIS MOB FOR MONTHS!

CUTE SCAM. A CROOKED EMPLOYEE AT SOME STORE SWIPES A CHARGE CARD RECEIPT SLIP. IT'S THEN SOLD TO THIS OUTFIT.

THEY MAKE UP COUNTERFEIT CARDS, ADD THE NAME AND NUMBER AND FORGE THE SIGNATURE OF THE STOLEN RECEIPT.

YOU'RE NOT LISTENING, ARE YOU? HMMM, MUST BE ALMOST VISITING HOURS AT THE HOSPITAL.

YEAH.

WELL, THEN--DON'T LET *ME* KEEP YOU FROM YOUR LADY-LOVE!

TELL THE *BLACK CAT* I SAID HELLO!

WILL DO, CAPTAIN!

AND IF THE CAT EVER DUMPS YOU, WEB-SLINGER ...WHY NOT GIVE *ME* A CALL?

POLICE CAPTAIN JEAN DEWOLFF GOES BACK ABOUT HER WORK...

...WHILE, HIGH ABOVE THE DAWN-TOUCHED CITY, THE AMAZING SPIDER-MAN SWINGS ON A SLENDER STRAND OF WEBBING.

THIS HAS BEEN SOME MONTH! I'VE HAD TO DEAL WITH *KINGPIN*, THE *PUNISHER*, *CLOAK & DAGGER*--

--AND THE HOMICIDAL *HOBGOBLIN*, A VILLAIN WHO'S SO CAGEY...

...THAT HE DRESSED A TWO-BIT THUG NAMED LEFTY DONOVAN IN HIS COSTUME, AND SENT HIM TO HIS DEATH!

NOW EVERYBODY THINKS THE HOBGOBLIN'S DEAD. EVERYBODY BUT ME.

*SEE AMAZING SPIDER-MAN #245--TED.

AND, BESIDES ALL THAT... THE PUNISHER IS DUE TO BE ARRAIGNED TODAY!

PETER PARKER'S SUPPOSED TO TAKE THE PIX FOR THE DAILY BUGLE!

BUT FIRST, THE SPECTACULAR SPIDER-MAN'S GONNA PAY A CALL TO HIS LADY-LOVE!

FELICIA? IT'S ME-- SPIDER-MAN!

I'M HERE!

FELICIA?

FELICIA HARDY--THE BLACK CAT--IS SUPPOSED TO OCCUPY THIS ROOM.

NO ANSWER, AND FEAR CLUTCHES AT SPIDER-MAN'S HEART.

LIKE SPIDER-MAN, THE CAT HAS ENEMIES. TO KEEP HER SAFE, HE'S BATTLED THE KINGPIN, THE OWL, DR. OCTOPUS.

BUT WHAT IF SHE HAD OTHER FOES, OF WHOM HE WAS UNAWARE, CAPABLE OF STRIKING AT HER IN HIS ABSENCE?

FELICIA??!

OH, NO! HOW COULD I HAVE LEFT HER?!

IF SOMEONE'S TAKEN HER, HURT HER... I'LL HAVE FAILED FELICIA... JUST AS I ONCE FAILED UNCLE BEN AND--

EH-- BEHIND ME--!

HIS SPIDER-SENSE TINGLES. AT ONCE, HE BRACES FOR DANGER.

OH, HI, LOVER! IT WAS SUCH A NICE NIGHT OUT, I JUST HAD TO TAKE A STALK!

HE IS BE-GINNING TO REALIZE THAT THEIR RELATIONSHIP WILL BE... DIFFICULT.

CAT, HAVE YOU GONE OUT OF YOUR MIND??!!!

YOU'VE JUST COME OFF THE CRITICAL LIST! IT'LL BE MONTHS BEFORE YOU'RE FULLY RECOVERED FROM THE WOUNDS DOC OCK'S MEN INFLICTED!

MREEEEOWR

AND THAT *COSTUME!*

IT SYMBOLIZES YOUR CRIMINAL CAT-BURGLAR DAYS! YOU SWORE TO ME YOU'D NEVER WEAR IT AGAIN!

N-NO, I *NEVER* SWORE NOT TO BE THE *BLACK CAT* AGAIN, LOVER!

I SWORE TO *GO STRAIGHT!*

THERE'S A *DIFFERENCE!*

IS THERE?! WHAT HAVE YOU EVER DONE IN THAT COSTUME THAT WASN'T CRIMINAL?

I-I HELPED *YOU* SAVE NEW YORK CITY IN THIS COSTUME, SPIDER...

...AND I'D HOPED THAT WHEN I WAS WELL AGAIN THAT WE COULD CONTINUE AS A *TEAM!*

ME AND THE CAT... A TEAM-- CREEPING THROUGH THE NIGHT TOGETHER--

--LIKE CAPTAIN AMERICA AND BUCKY?

YEAH, OF ALL THE WOMEN I'VE EVER LOVED, THE CAT'S THE ONLY ONE *CAPABLE* OF SUPERHEROING IT WITH ME!

WAIT A MINUTE! THE CAT JUST HELPED ME AGAINST OWL AND OCTOPUS-- AND WHAT'D IT GET HER?

IT ALMOST GOT HER *KILLED*, THAT'S WHAT!

THAT'S WHY, EVER SINCE BUCKY WAS KILLED, CAP'S PREFERRED WORKING ALONE.

HE CAN'T STAND THE THOUGHT OF RISKING ANOTHER'S LIFE!

CAN *I*??

SPIDER...?!

I'LL SEE YOU LATER, FELICIA! I'VE GOTTA *THINK* ABOUT THIS!

HE RUNS...

...BUT HE CAN'T ESCAPE THE PROBLEM.

I'VE GOT SO MANY ENEMIES!

MY LIFE IS CONSTANTLY IN DANGER!

DARE I ALLOW ANOTHER TO SHARE THAT KIND OF EXISTENCE?

AM I DOOMED TO ALWAYS BE ALONE?

THIS IS A GREAT METROPOLITAN NEWSPAPER.

DAILY BUGLE

ALL RIGHT, GENTLEMEN-- I'M HERE! LET'S GET DOWN TO BUSINESS, SHALL WE?

KIND OF ÷KOFF÷ EARLY, ISN'T IT, MR. JAMESON?

IT SURE IS EARLY, BEN. YOU'VE ONLY GONE THROUGH ONE PACK OF CIGARETTES.

LISTEN CLOSE, URICH-- PARKER. THE STORY YOU'LL BE COVERING TODAY IS NO JOKE.

THE *PUNISHER* COMES UP FOR A HEARING TODAY, AND I WANT TO COORDINATE THE *BUGLE'S* COVERAGE.

WORD FROM THE D.A.'S OFFICE IS THAT THE PUNISHER'S ATTORNEY IS GOING TO PLEAD THE INSANITY DEFENSE.

I EXPECTED AS MUCH, ROBBIE.

WELL, MR. JAMESON, I DON'T THINK THAT THERE'S ANY QUESTION--

--BUT THAT THE PUNISHER'S *CRAZY!*

I'LL SAY!

MOST OF THE PUBLIC WOULD AGREE WITH YOU, MS. GRANT.

BUT *I* DON'T!

WHAT?!

MR. JAMESON-- BOSS-- THE PUNISHER'S AN OUT-OF-CONTROL AVENGER, EXTERMINATING ANYONE WHOM HE BELIEVES GUILTY OF ANY CRIME, NO MATTER HOW SMALL.

BEFORE SPIDER-MAN CAUGHT HIM, HE'D FIRED NOT ONLY UPON DRUG DEALERS -- BUT UPON WIFE-BEATERS, LITTERBUGS, TRAFFIC VIOLATORS...

I DIDN'T CATCH THE PUNISHER...

THE *KINGPIN* DID!

* LAST ISSUE--T&D.

HAVE YOU GOT THE PUNISHER'S FILE, BEN?

MACK STENNET DUG IT OUT OF OUR MORGUE FOR ME, BOSS.

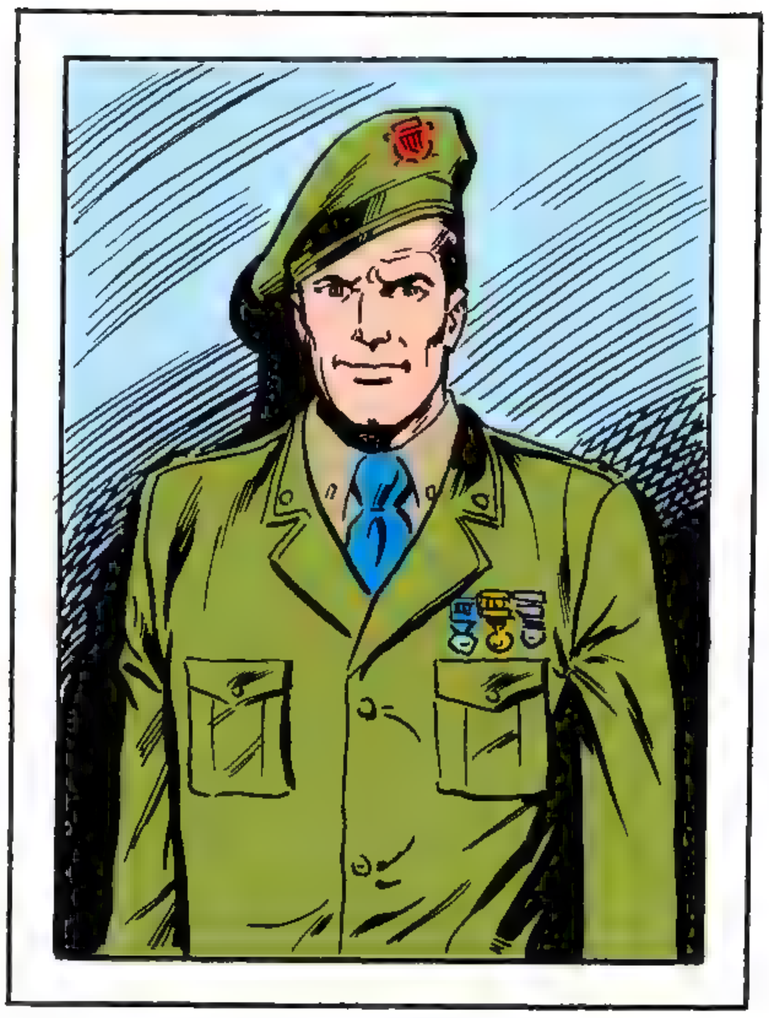
READ IT.

THE PUNISHER WAS A *SOLDIER* IN VIET NAM--

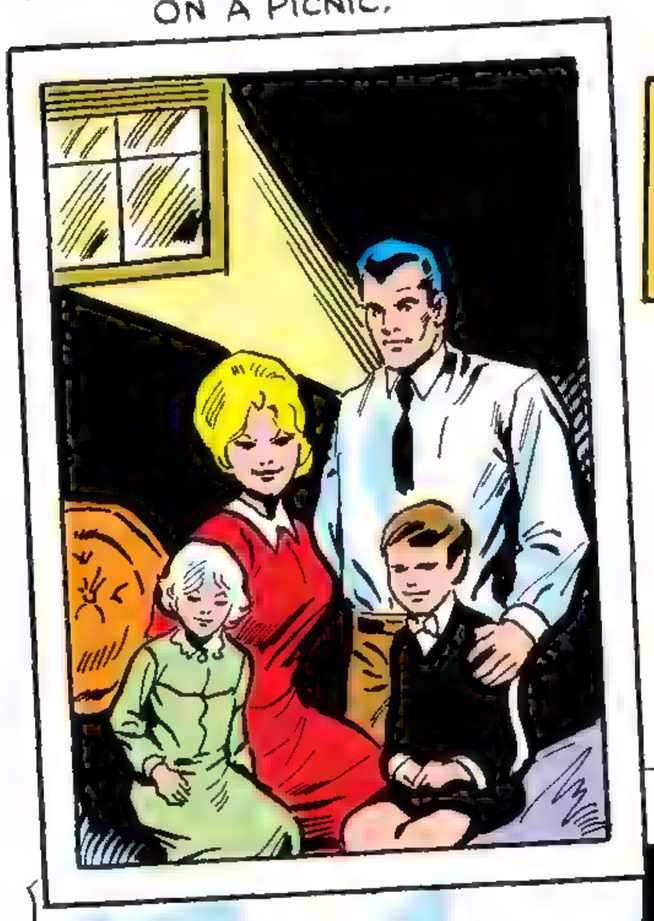
--TWICE PROMOTED IN THE FIELD IN RECOGNITION OF HIS EXTRAORDINARY COMBAT ABILITY.

HE WAS DECORATED WITH THE *MEDAL OF HONOR*, THE *BRONZE STAR*, AND--FOUR TIMES--THE *PURPLE HEART*.

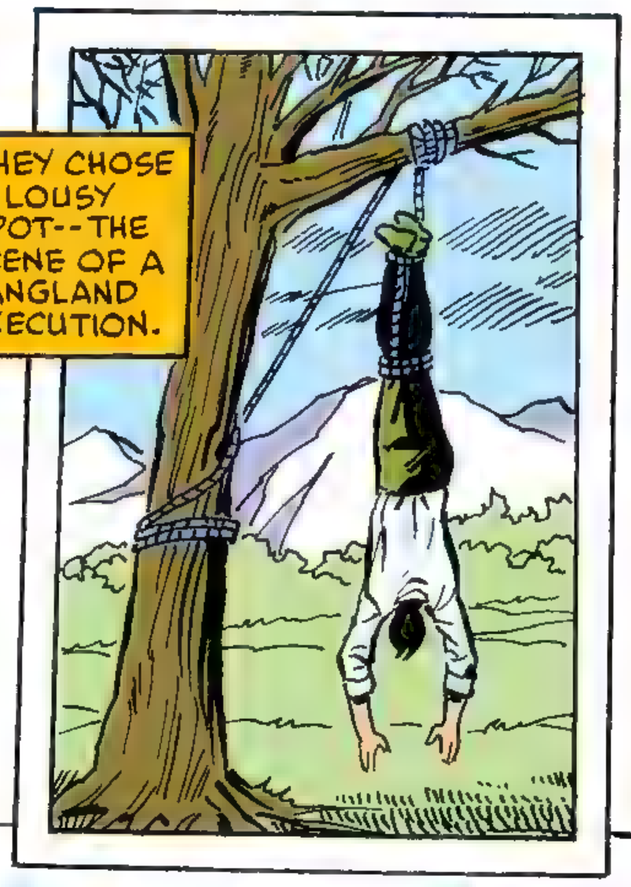
HE WAS ABOUT TO BE AWARDED THE PRESIDENTIAL *MEDAL OF FREEDOM* ...WHEN HE *DESERTED!*



"HE WAS ON LEAVE, VISITING HIS FAMILY. THEY DECIDED TO GO ON A PICNIC.



"THEY CHOSE A LOUSY SPOT--THE SCENE OF A GANGLAND EXECUTION.



"BEING WITNESSES TO THE MURDER, THEY WERE GUNNED DOWN MERCILESSLY.

DAILY BUGLE

MOTHER AND CHILDREN KILLED BY MOBSTERS

STUMBLED ON GANGLAND EXECUTION

"ONLY THE PUNISHER SURVIVED. THOSE WHO KNEW HIM...

"...SAY THE LOSS OF HIS FAMILY DROVE HIM *MAD*.

New York – a peaceful family picnic ended in a bloodbath today as a mother and her two children were gunned down for having witnessed a brutal gangland execution.

THE BEREAVED FATHER

"I SUPPOSE SOMETHING LIKE THAT CAN DRIVE A MAN MAD.

"THE PUNISHER BECAME A COSTUMED VIGILANTE.

"ARMED TO THE TEETH, HE WAGED A ONE-MAN WAR ON CRIME.

PUNISHER'S WAR ON CRIME

PUNISHER NABS CRIME LORD

PUNISHER--HERO OR OUTLAW?

"TROUBLE WAS, IT WAS SOMETIMES HARD TO DISTINGUISH THE PUNISHER'S BRAND OF JUSTICE FROM THE CRIMINAL ACTS OF THOSE WHOM HE HUNTED.

"THAT'S WHAT PUT HIM AT ODDS WITH HEROES LIKE *SPIDER-MAN* AND *DAREDEVIL*.

RIGHT

LEFT

AT FIRST, THE PUBLIC APPLAUDED THE PUNISHER'S WAR ON CRIME. THEN, HIS BRUTAL METHODS BEGAN TO CAUSE CONCERN. HE WAS APPREHENDED BY DAREDEVIL AND IMPRISONED, ONLY TO LATER ESCAPE.

NOW HIS OUTRAGEOUS ATTACKS ON PEOPLE GUILTY OF THE MOST MINOR INFRACTIONS HAVE GOT THE SAME PUBLIC THAT ACCLAIMED HIM HOLLERING FOR HIS HEAD.

GOOD REPORT, BEN. YOU'VE PINPOINTED *MY* ATTITUDE TOWARDS THE PUNISHER. HE'S A VIGILANTE-- OPERATING OUTSIDE THE LAW.

NOW THIS SELF-APPOINTED GUARDIAN OF JUSTICE HAS TURNED ON SOCIETY.

I ASK YOU TO CONSIDER, GENTLEMEN--

--WHAT IF, ONE DAY, THE SAME THING HAPPENS WITH *SPIDER-MAN*?!

WHAT?! ME...GO BAD? LET LOOSE MY POWERS AGAINST THOSE I'VE SWORN TO PROTECT? NO WAY!

BUT, THEN...THE PUNISHER STARTED OUT ON SOCIETY'S SIDE TOO, DIDN'T HE?

QUIT DAY-DREAMING, PARKER! I WANT PICTURES OF THAT TRIAL!--

AND A STORY, URICH, THAT'LL WAKE THIS CITY UP--

--TO THE *DANGER* POSED BY *COSTUMED VIGI-LANTES!*

SOMETHING WRONG, PETE?

I ALWAYS THOUGHT JONAH WAS A *FANATIC* ON THE SPIDER-MAN QUESTION, ROBBIE.

AND NOW YOU REALIZE THAT THERE'S A REASON BEHIND HIS FEAR OF THE WALL-CRAWLER? WELL, TRY NOT TO TAKE IT *PERSONALLY*, PETE.

HUH?

MANHATTAN CRIMINAL COURT.

INSIDE, THE PUNISHER'S PRE-ARRAIGNMENT HEARING IS CALLED TO ORDER. IT IS HERE THAT HIS CAPACITY TO RATIONALLY UNDERSTAND THE CRIMINAL NATURE OF HIS RECENT ACTS WILL BE DETERMINED.

MR. DISTRICT ATTORNEY TOWER, IF YOU WOULD PRESENT THE STATE'S CASE...

YOU HONOR, THE STATE ASKS FOR A CRIMINAL TRIAL.

THIS MAN TOOK IT UPON HIMSELF TO INTERPRET AND ENFORCE THE LAW.

IT WAS A *CONSCIOUS* DECISION.

NOT THE ACT OF A *MADMAN.*

IN SO DOING, HE COMMITTED CRIMES HIMSELF. THE STATE DEMANDS THAT HE BE *TRIED* FOR THOSE CRIMES.

DEFENSE COUNSEL WILL NOW ADDRESS THE COURT.

YOUR HONOR, YOU HAVE MY CLIENT'S PRIOR RECORD BEFORE YOU. YOU KNOW WHAT HAPPENED TO HIS FAMILY.

THAT WOULD BE ENOUGH TO DRIVE ANY MAN *MAD!*

SINCE THEN, HE HAS WITNESSED CRIMINAL ACTS OF THE UTMOST BRUTALITY--

--AS WELL AS HORRIBLE ATROCITIES COMMITTED WITHIN THIS STATE'S PRISONS,

HIS "CONSCIOUS DECISION," AS THE D.A. PUTS IT--

--IS THAT, SINCE THE STATE IS OBVIOUSLY INCAPABLE OF ENFORCING ITS OWN LAWS OR OF PUNISHING CRIMINAL ACTS, *HE* MUST TAKE ON THE JOB.

THAT IS HARDLY THE DECISION OF A *RATIONAL MIND.*

NO?

IT IS A DECISION BASED ON *DELUSIONS*, YOUR HONOR, THAT ONE MAN CAN MAKE UP FOR SOCIETY'S INADEQUACIES.

IT IS THE DELUSION OF A PSYCOPATH WHO HAS SET HIMSELF UP AS JUDGE JURY... AND EXECUTIONER.

THE CRIMES FOR WHICH THE DISTRICT ATTORNEY WISHES TO TRY AND CONVICT MY CLIENT ARE ALL CRIMES REQUIRING *INTENT.* I SUBMIT TO THIS COURT THAT THE PUNISHER WAS *INCAPABLE* OF HAVING THE REQUISITE INTENT--

--BECAUSE, IN HIS DELUDED MIND, THE CRIMES HE WAS COMMITTING WERE *NOT* CRIMES AT ALL...

...BUT SIMPLY THE HARSH, MERCILESS ADMINISTRATION OF *JUSTICE.*

I...SEE. THANK YOU, COUNSELLOR, FOR A MOST ILLUMINATING EXPOSTULATION OF...INSANITY.

A MAN CANNOT STAND TRIAL IN THIS STATE--

--UNLESS HE IS CAPABLE OF UNDERSTANDING THE NATURE OF THE CHARGES AGAINST HIM--

I DEEM THE PUNISHER INCAPABLE OF SUCH UNDERSTANDING--

I BELIEVE THE DECISION I MUST MAKE IS CLEAR...

--AND OF THE PROCEEDINGS BY WHICH HE WILL BE JUDGED.

--AND RULE THAT HE BE COMMITTED TO A MAXIMUM SECURITY *MENTAL INSTITUTION* UNTIL SUCH TIME AS HE IS WELL ENOUGH TO STAND TRIAL.

NO. I'M NOT CRAZY.

UNNGH!

THRAK

IT'S THE STATE THAT LETS CRIMINALS GO FREE WHILE PUTTING PEOPLE LIKE ME IN PRISON!

IT'S THE *STATE* THAT'S INSANE!

STOP OR I'LL--

--SHOOOOOFFFF...!

ORDER IN THIS COURT!

ORDER? WHAT DO *YOU* KNOW ABOUT ORDER? CHAOS RULES THE STREETS!

CRIMINALS ROAM FREE WHILE DECENT PEOPLE ARE IMPRISONED IN THEIR HOMES!

OR DIE-- LIKE MY FAMILY DIED!

WELL, I'M A SURVIVOR--NOT A PRISONER!

PUNISHER, LISTEN TO ME--YOU'RE *NOT* GOING BACK TO PRISON. YOU'RE GOING TO A HOSPITAL.

IF YOU CAN CONVINCE THE DOCTORS THERE THAT YOU'RE RIGHT--THAT ONLY *YOU* CAN SAVE SOCIETY--

--THEY'LL HAVE TO REPORT THAT YOU'RE *SANE* AND LET YOU GO!

CONVINCE THEM? BUT THEY THINK SOCIETY'S BEING RUN CORRECTLY.

THEY'RE CRAZY. YOU CAN'T REASON WITH CRAZY PEOPLE.

THEY JUST CAN'T SEE THINGS LIKE *I* SEE THEM.

THEY JUST CAN'T SEE...

PLEASE--

--NO PICTURES.

YEAH.

TOO BAD, PETE--BUT I'VE GOT THE STORY.

WANT TO SHARE A CAB BACK TO THE BUGLE?

NO THANKS, BEN. I'LL WALK--

-- AND WONDER ABOUT MY OWN BRAND OF COSTUMED CRIME-FIGHTING...

...AND ABOUT WHETHER WHAT HAPPENED TO THE PUNISHER--

-- WILL EVER HAPPEN TO... *SPIDER-MAN?*

END

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

GOT ANYTHING TO DO TODAY? NO? THEN WHY NOT COME ALONG WITH US AS WE PAY A VISIT TO THE COMFORTABLE CO-OP APARTMENT OF BRIAN DALEY, POLITICIAN, AND SELF-STYLED... **FAMILY MAN.**

WHAT DO YOU MEAN *YOU'RE* TAKING THE BABY OUT?

YOU NEVER TAKE THE BABY OUT!

A MAN'S GOT TO MAKE TIME FOR HIS FAMILY, MARJORIE.

TOYS

ESPECIALLY AT ELECTION TIME, WHEN A CERTAIN CITY COUNCILMAN NEEDS A CHANGE OF IMAGE IN ORDER TO RUN FOR MAYOR!

NOW, DARLING, YOU'RE STARTING TO SOUND LIKE MY OPPONENT.

WHY NOT BE A TEAM PLAYER AND PUCKER UP?

NO DICE? THEN I GUESS BRIAN JR. AND I ARE ON OUR OWN!

AND SO, UNACCOMPANIED BY SPOUSE, OUR FAMILY MAN WHEELS BABY OUT TO PRESS THE FLESH ON MANHATTAN'S UPPER WEST SIDE...

TAKING THE WEE LAD TO THE PARK, MR. DALEY? SURE, AN' HE'LL LIKE THAT!

BRIAN, JR'LL HAVE A BALL, MR. MAC TAVISH.

AND HELP HIS FATHER GET ELECTED!

SHORTLY...

LOOK, IT'S COUNCILMAN DALEY...OUT FOR A WALK WITH HIS BABY!

ISN'T THAT THE SWEETEST SIGHT?

I'VE ALWAYS SAID THAT A POLITICIAN WHO CARES ABOUT HIS FAMILY IS BOUND TO REALLY CARE ABOUT THE CITY.

THINK THAT WAY ON ELECTION DAY, DARLING!

SOON, IN CENTRAL PARK...

SO WHAT'S SO DIFFERENT ABOUT THIS DALEY GUY?

HE'S A *FAMILY MAN!*

VOTE FOR BRIAN DALEY **FAMILY MAN**

IN FACT, HERE COMES THE COUNCILMAN NOW!

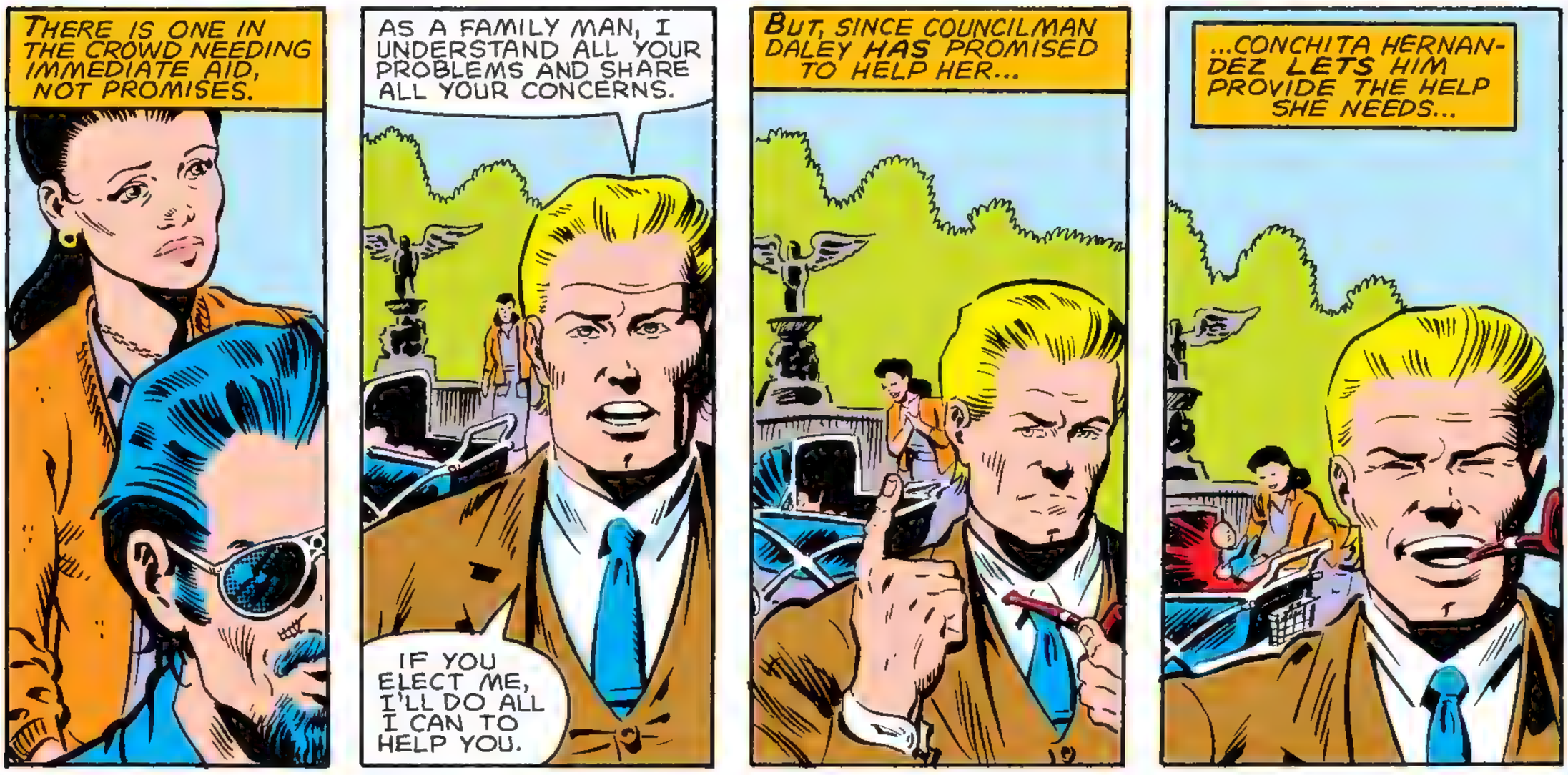
WITH HIS KID?

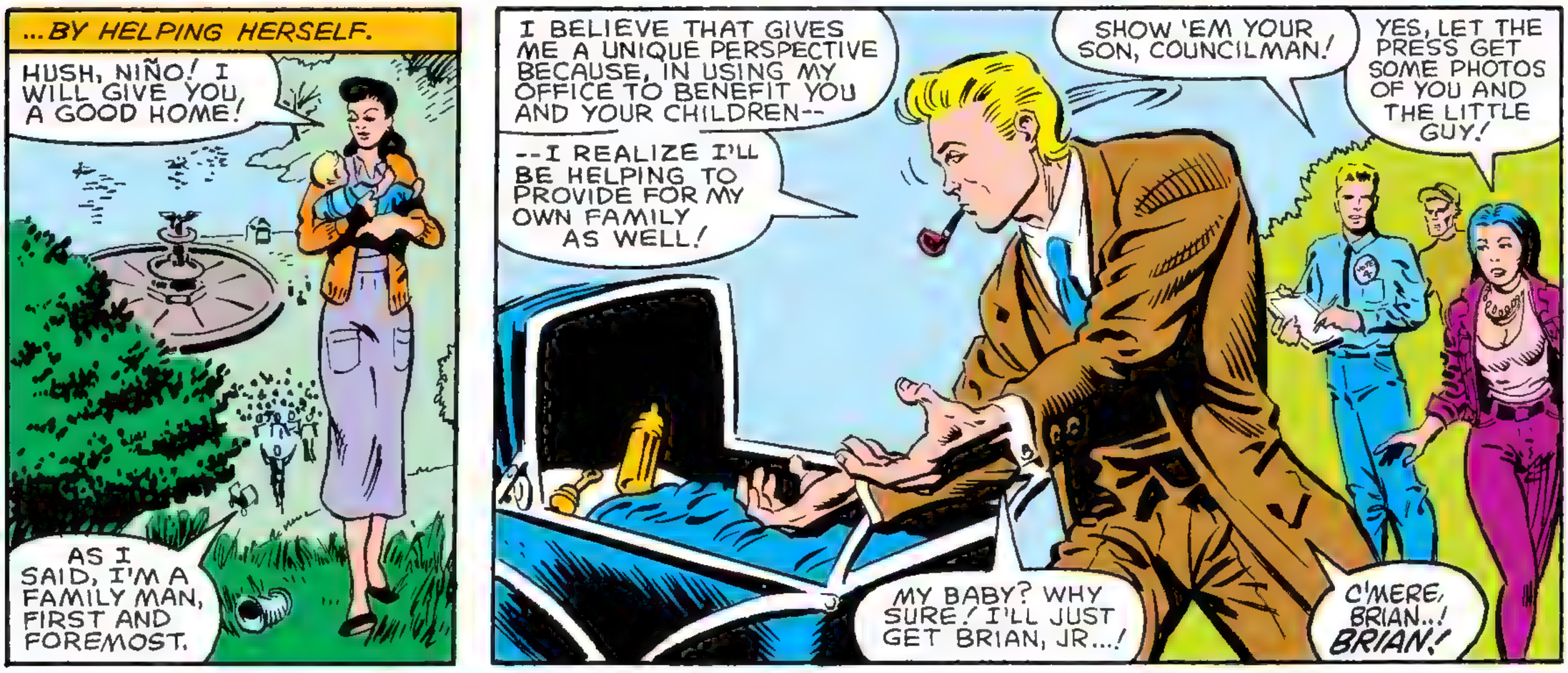
SAY, I'D VOTE FOR A FATHER LIKE HIM!

AS MUCH AS I LOVE THIS CITY, I'D NEVER LET POLITICS COME BETWEEN ME AND MY FAMILY!

HAVING HOOKED THE VOTERS, THE FAMILY MAN TURNS ON THE CHARM TO REEL THEM IN...

WHERE DO YOU STAND ON HIGH FOOD PRICES?
CAN YOU GET MY LANDLORD TO FIX MY SINK?
WHAT ABOUT SENIOR CITIZENS?
MY SCHOOL DIDN'T TEACH ME NUTHIN'!/

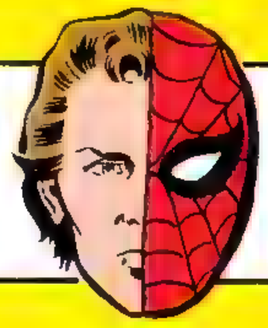

THERE IS ONE IN THE CROWD NEEDING IMMEDIATE AID, NOT PROMISES.
AS A FAMILY MAN, I UNDERSTAND ALL YOUR PROBLEMS AND SHARE ALL YOUR CONCERNS.
IF YOU ELECT ME, I'LL DO ALL I CAN TO HELP YOU.
BUT, SINCE COUNCILMAN DALEY HAS PROMISED TO HELP HER...
...CONCHITA HERNANDEZ LETS HIM PROVIDE THE HELP SHE NEEDS...


...BY HELPING HERSELF.
HUSH, NIÑO! I WILL GIVE YOU A GOOD HOME!
AS I SAID, I'M A FAMILY MAN, FIRST AND FOREMOST.
I BELIEVE THAT GIVES ME A UNIQUE PERSPECTIVE BECAUSE, IN USING MY OFFICE TO BENEFIT YOU AND YOUR CHILDREN--
--I REALIZE I'LL BE HELPING TO PROVIDE FOR MY OWN FAMILY AS WELL!
SHOW 'EM YOUR SON, COUNCILMAN!
YES, LET THE PRESS GET SOME PHOTOS OF YOU AND THE LITTLE GUY!
MY BABY? WHY SURE! I'LL JUST GET BRIAN, JR...!
C'MERE, BRIAN..! BRIAN!

NO!!
MY BABY'S BEEN...
KIDNAPPED!
NOT A STORY BY ROBERT LOUIS STEVENSON

Stan Lee PRESENTS:

PETER PARKER...



...THE SPECTACULAR SPIDER-MAN!

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SLINGING AN IMPOSSIBLY SLENDER--

--INCREDIBLY STRONG WEB-LINE...

...THE SPECTACULAR SPIDER-MAN SWINGS THROUGH THE DAWN.

IT IS NOT A SIGHT ONE GETS USED TO...

ACME BEAD IMPORTERS INC.

...OR EASILY FORGETS.

GIVEN THE CHANCE, WOULDN'T EVERYONE LIKE TO BE... SPIDER-MAN?

HOW IS IT MY LIFE'S ALWAYS SUCH A MESS?

I TRY TO TAKE CHARGE! I MAKE DECISIONS THAT I THINK ARE THE RIGHT ONES--

--AND THEN ALL THE *DOUBTS* SET IN!

WAS I RIGHT TO TAKE A LEAVE FROM SCHOOL--

--TO POSTPONE MY CAREER AS A SCIENTIST FOR A FEW MORE YEARS AS SPIDER-MAN AND AS A FREE-LANCE PHOTOGRAPHER?

AND AM I REALLY A *HERO*-- OR JUST ANOTHER *COSTUMED VIGILANTE* OF THE KIND J. JONAH JAMESON, PUBLISHER OF THE DAILY BUGLE, CONDEMNS?

COULD I -- LIKE THE *PUNISHER*-- ONE DAY ABUSE MY POWER AND TURN AGAINST SOCIETY?*

AND IS THAT WHAT I'M REALLY UPSET ABOUT--

--OR IS ALL THIS REALLY A RESULT OF MY CONFUSION OVER THE *BLACK CAT*?

*FOR A FURTHER EXPLICATION, SEE LAST ISH -- DANNY.

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YEAH... THE CAT--THE LADY I *LOVE*, OR THINK I DO.

SHE'S DUE TO BE DISCHARGED FROM THE HOSPITAL TODAY.

SO HOW COME I'M NOT JUMPING FOR JOY??

LOVER IS THAT YOU?

I'M SO GLAD YOU'RE HERE!

I'M ALL PACKED AND READY TO GO!

I THINK YOU MET MY *MOM*, SPIDER, BUT THINGS WERE KIND OF HECTIC!

HI, MRS. HARDY.

MOM, THIS IS SPIDER-MAN-- THE MAN I LOVE!

I-I CAN NEVER THANK YOU ENOUGH FOR SAVING MY DAUGHTER'S LIFE, SPIDER-MAN!

I KNOW YOU AND FELICIA WILL BE HAPPY TOGETHER!

WE *WILL* BE HAPPY, WON'T WE, SPIDER? WE'LL SHARE EVERY NIGHT TOGETHER, SWINGING AND STALKING ACROSS THE CITY'S SKYLINE!

UH, SURE, CAT-- AS SOON AS *YOU'RE* BETTER.

5

BUT I *AM* BETTER, LOVER! THAT'S WHY THE HOSPITAL'S LETTING ME *OUT!*

THEY'RE DISCHARGING YOU 'CAUSE YOU'RE ON THE MEND, CAT.

BUT YOU NEED REST TO FULLY RECOVER. ANY VIOLENT ACTIVITY OR UNDUE EXCITEMENT--

--COULD OPEN YOUR WOUNDS UP ALL OVER AGAIN.

AND SPEAKING OF WOUNDS, WHAT'S MS. HARDY'S BILL?

NOT THAT FELICIA, HER MOM, OR I HAVE THE BUCKS TO COVER IT!

BILL? YOU MUST BE JOKING!

H. SMI

YOU AND THE CAT *SAVED* THIS CITY AND MILLIONS OF LIVES!

IT'S *WE* WHO SHOULD BE PAYING *YOU!*

MA'AM--

--YOU HAVE JUST MADE MY DAY!

YOU DIDN'T *REALLY* THINK WE'D HAVE TO PAY, DID YOU, LOVER?

I *DID!* I REALLY DID! JUST GOES TO SHOW YOU HOW USED I AM TO NEVER GETTING ANY RECOGNITION FOR THE GOOD DEEDS I DO AS SPIDER-MAN!

PUSH

I'D ALMOST COME TO ACCEPT JJJ'S NONSENSE ABOUT THE SPIDER-MAN MENACE!

BUT EVERYTHING'S GONNA BE OKAY NOW!

GIVE ME A KISS, LOVELY LADY!

EIGHT DAYS A WEEK, YOU *GORGEOUS* ARACHNID!

FELICIA, THE METER'S RUNNING!

SO'S MINE!

THEN...

THERE GOES THE CAT--

--WHICH GIVES ME ANOTHER FEW DAYS TO WORRY OVER OUR RELATIONSHIP.

OH--

--WHAT'S A POOR SPIDER TO DO?!

W. 163

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SOON...

DAILY BUGLE

TIME TO REPORT TO WORK--

--BUT *NOT* AS THE SPECTACULAR SPIDER-MAN!

MOMENTS LATER, PETER PARKER DESCENDS A BACK STAIR TO THE DAILY BUGLE'S SEVENTEENTH FLOOR...

FIRE DOOR KEEP CLOSED

DAILY BUGLE

...AND UTTER CHAOS!

HUH? WHAT IS THIS? A NEWS-ROOM--

GET THOSE CAMERAS IN PLACE!

--OR A *TELEVISION STUDIO*?!

T.V.

LIGHTS! BRING UP MORE LIGHTS!

7

SPYING FELLOW PRESS-PHOTOGRAPHER, LANCE BANNON, PETE ASKS THE OBVIOUS QUESTION...

WHAT'S GOING ON?

HAVEN'T YOU HEARD, PETE? JAMESON'S LATCHED ONTO A STORY "SO BIG IT COULDN'T BE CONTAINED ON THE PRINTED PAGE!"

SO, IN ABSOLUTE SECRECY, HE HIRED HIS OWN TV-TEAM TO PRODUCE A SPECIAL *NEWS SPOT!*

HE'S ABOUT TO GO ON THE AIR!

YOUR TIE'S CROOKED, MR. JAMESON.

MAKE SURE THOSE LIGHTS PICK OUT MY GOOD SIDE!

I DIDN'T KNOW HE HAD ONE.

THERE! I'M SET! LIGHTS! CAMERAS!

ACTION!

LADIES AND GENTLEMEN, I AM J. JONAH JAMESON, PUBLISHER OF THE NEW YORK DAILY BUGLE. TONIGHT I COME INTO YOUR HOMES--

--WITH A TALE OF TRAGEDY. THE KIDNAPPING OF THE ONLY SON OF COUNCILMAN BRIAN DALEY, CANDIDATE FOR MAYOR!

MY GAWD, CHERYL-- LISTEN!

I'M LISTENING, STANLEY! I'M LISTENING!

I-I'M COUNCILMAN DALEY! TODAY, AS I WAS CAMPAIGNING WITH MY SON--

--H-HE WAS... TAKEN... FROM HIS CARRIAGE!

THE GUY'S SHOOK!

YEAH, I FEEL FOR HIM--

--BUT HOW CAN YOU *VOTE* FOR A GUY WHO'D LOSE HIS OWN KID??

BRIAN, JR., IS BARELY SIX MONTHS OLD! I BEG OF YOU, IF YOU'VE SEEN HIM--

8

--PLEASE CONTACT MY WIFE AND ME! MR. JAMESON AND THE DAILY BUGLE ARE OFFERING A SUBSTANTIAL REWARD!

WELL, THE BOSS HAS SCOOPED EVERYONE, ROBBIE!

HE USUALLY DOES, BEN.

HMMM. A KIDNAPPED KID.

THAT'S A WRAP! SOMEBODY SEE T' THE DISTRESSED PARENTS!

JAMESON, I WANT TO TALK TO YOU!

EH? POLICE?

KIDNAPPING'S A CRIME, JAMESON! IT'S YOUR DUTY AS A CITIZEN TO *REPORT* CRIMES WHEN THEY HAPPEN-- NOT WAIT 'TIL YOU'VE SEWN THE STORY UP!

MY PRIMARY CONCERN IS WITH GETTING LITTLE BRIAN BACK ALIVE, CAPTAIN -- NOT KICKING OFF A MANHUNT!

BESIDES, AS THE BOY'S FATHER, I AUTHORIZED MR. JAMESON TO PROCEED IN THIS MATTER!

I BELIEVE IT'S BEST FOR MY SON...

YOU DON'T CARE ABOUT OUR SON! ALL YOU WANT IS THE FREE PUBLICITY!

MARJORIE!

YOU'RE UPSET, MRS. DALEY.

WHY NOT COME WITH ME?

MY WIFE WILL FACE THIS CRISIS AT MY SIDE!

I DON'T WANT SPEECHES, BRIAN -- I WANT OUR SON!

ONE BIG HAPPY FAMILY, HUH?

BUGLE

BUT THERE'S STILL A KIDNAPPED KID OUT THERE... SOMEWHERE...

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DUSK STEALS OVER THE EMPIRE CITY...

...AS GHETTO TEENAGERS BREAK-DANCE TO THE RAP HIT OF THE WEEK...

♪IT'S TOUGH SURVIVIN' ON YOUR OWN, LATE AT ♪NIGHT ALL ALONE...

IT IS TO THESE SAME CADENCES THAT THE SPECTACULAR SPIDER-MAN COMMENCES HIS SEARCH...

...WEB-SLINGING THROUGH THE NEIGHBORHOOD BORDERING THE AREA OF THE PARK WHERE BRIAN DALEY, JR. WAS LAST REPORTED SEEN.

♪THERE'S MUGGERS IN THE PARK, YOU CAN'T WALK THERE AFTER DARK...

GEEZ, THIS IS A BIG AREA TO COVER--

"--AND MY SPIDER-SENSE ISN'T ATTUNED TO MISSING KIDS!"

♪I RAP TO Y'ALL THAT LOVE YOUR MOMMA! EVERYBODY SAY: I ♪LOVE MY MOMMA!

10

ELSEWHERE, AT THE NORTHERN-MOST FRINGE OF COUNCILMAN DALEY'S DISTRICT, A YOUNG WOMAN HURRIES HOME...

I HAD JUST ENOUGH FOOD STAMPS FOR YOUR FORMULA AND DIAPERS, NIÑO!

W 126

Luvs

BUT I WILL FEED YOU AND TAKE CARE OF YOU--

--AS IF YOU WERE MY OWN!

SPORTS RANGERS WIN

HEY, M'MAN, WHAT'S IN THE NEWS?

MORE INFO ON THAT BABYNAPPIN'! THEY KEEP UPPIN' THE REWARD!

DAILY BUGLE

COUNCILMAN'S BA KIDNAPPED

CUTE LITTLE--

--BLONDE-HAIRED CUSS...!

MY FRIENDS, WE HAVE JUST HIT THE JACKPOT!

DAILY BUGLE

COUNCILMAN'S BABY KIDNAPPED

REWARD

C'MON, AMIGOS! LET'S GO PAY A VISIT TO SEÑORITA HERNANDEZ!

ELSEWHERE...

I DON'T KNOW HOW *DAREDEVIL* DOES IT! I'VE BEEN OUT ALL NIGHT--

555

--AND HAVEN'T COME UP WITH SO MUCH AS A CLUE TO THE MISSING KID'S WHEREABOUTS!

HOW DO YOU GET INFO? ADVERTISE? EAVESDROP ON STREET-CORNER CONVER-SATIONS?

PETEY'S LIQUORS

NUTS!

AS A *DETECTIVE*, I'M A REAL BUST!

SO WHAT DO I DO? PACK IT IN--OR TAKE A STAB AT INTERVIEWING THE LOCAL GENTRY?

ELI'S VIDEO EMPORIUM

THERE'S A PLACE WITH A REP THAT EVEN EXTENDS DOWN INTO MY NEIGHBORHOOD!

INSIDE...

PLAY AT YOUR OWN RIKS

NO GAMLING

IMPLOYEES ONLY!

ELI'S

BWOOT FWEEDOOT

BLIP BLIP BLEEP

HEY, STAKE ME SOME MORE QUARTERS, ELI!

BEAT IT, KID! THIS AIN'T THE WELFARE LINE!

MENUDO

BUT YOU COULD *ALL* BE ROLLING IN DOUGH, COULDN'T YOU, GUYS--

--IF YOU KNEW WHERE TO FIND THE *DALEY, BABY!*

ELI'S

SPIDER-MAN!

WHAT DO YOU WANT AT MY PLACE, WALL-CRAWLER!

MENUDO

INFORMATION, ELI! I FIGURED IF ANYONE HAD HIS FINGER ON THE SLEAZY PULSE OF THIS NEIGHBORHOOD--

--IT'D BE A SLEAZE-JOINT OPERATOR LIKE YOU!

SNIK

YOU WATCH YOUR MOUTH AROUND HERE, WEB-SLINGER!

THWIPP!

THE ONLY MOUTH I WANT TO WATCH IS *YOURS*, PAL--

13

FWEEBLOOP

OFFENDER

SKRASH!

-- AS IT TELLS ME WHERE TO START LOOKING FOR THAT COUNCILMAN'S KIDNAPPED KID!

YOU'RE CRAZY! WE DON'T KNOW NUTHIN' ABOUT NO KIDNAPPIN'! AN' IF YOU DON'T STOP BUSTIN' UP MY PLACE, I'M GONNA CALL THE COPS!

FAT CHANCE, ELI! YOU WANT 'EM TO FIND THE *SHOOTING GALLERY* IN THE BACK ROOM?

BUT, FOR ALL HIS ANGER, SPIDER-MAN LEAPS AWAY EMPTY-HANDED...

SO I ACCOMPLISHED NOTHING BY MESSING UP THE OPERATIONS OF THE LOCAL DOPE-PEDDLER --

--EXCEPT GET OUT MY FRUSTRATION OVER NOT BEING ABLE TO LOCATE THE COUNCILMAN'S KID!

ELI'S VIDEO

WHERE DO I LOOK NEXT--OR IS LOOKING HOPELESS??

A FEW BLOCKS AWAY...

KNOK KNOK

CONCHITA?

AYE, BABY-- MOMMY HAS TO GO TO THE DOOR! YOU WAIT HERE, SI?

¿QUEN ES ESTO? WHO'S THERE?

IT'S JUST YOUR NEIGHBORS, CONCHITA!

GO AWAY JUNKIE! DON'T COME AROUND MY HOUSE!

WE JUST WANT TO SEE YOUR *BABY*, CONCHITA!

NO!

SLAM!

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OH, YEAH, SEÑORITA! YEAH!

BOOM!

OHHH!

I GOT HER, MALO!

AN' WE GOT THE KID!

A BOUNCIN', BLUE-EYED, BLONDE-HAIRED BABY BOY...

...JUST SIX MONTHS OLD! THERE IS A SUBSTANTIAL REWARD FOR INFORMATION LEADING TO HIS RETURN!

SUBSTANTIAL? YEAH, BUT NOT ENOUGH, DADDY!

NOT NEARLY ENOUGH... YET!

AND, NOT LONG AFTER...

SOME GREAT HERO I TURNED OUT TO BE! I'VE TRIED TO FIND THE COUNCILMAN'S KID AND STRUCK OUT! BUT THERE MUST BE SOMETHING MORE I CAN--

HEY SPIDER-MAN!

HUH?

I SEEN YOU SWINGIN' 'ROUND HERE ALL NIGHT. YOU LOOKIN' FOR THAT BABY, AIN'CHA?

STAR WARS

YEAH! YOU KNOW SOMETHING, JUNIOR?

MAYBE. BUT TIMES IS TOUGH-- 'SPECIALLY IN THIS NEIGHBORHOOD. SO, WHAT I'M SAYIN' IS...

YOU WANNA PLAY, YOU GOTTA *PAY!*

WHAT?! WHY, YOU LITTLE TWERP! THERE'S A KID OUT THERE SOMEWHERE CRYING FOR HIS MOTHER!

DON'T GO LECTURIN' ME ON MY CIVIC DUTY, WEB-MAN! THERE'S A REWARD. I WANT IT. DEAL?

YEAH. DEAL.

THE KID TALKS...

15

...AND THE AMAZING ARACHNID LEAPS INTO THE NIGHT, HIS SEARCH GIVEN A NEW LEASE ON LIFE.

IF THAT KID'S RIGHT--

--THE DALEY BABY WAS TAKEN BY A WOMAN NAMED CONCHITA HERNANDEZ!

I INTEND TO FIND OUT WHY!

SOON...

THIS IS THE ADDRESS --AND THE APARTMENT! SHEESH, WHAT A PLACE TO LIVE!

SOB! SOB!

SOMEONE CRYING? A WOMAN! I DIDN'T SEE HER AT FIRST IN THE DARKNESS!

MADRE DE DIOS! EL HOMBRE ARAÑA!

H--HAVE YOU COME TO HURT ME TOO?

HURT YOU? NO, MA'AM! I'VE COME TO ASK YOU ABOUT COUNCIL-MAN DALEY'S BABY!

THE NIÑO IS GONE, TAKEN FROM ME--

--JUST LIKE MY OTHER ONE!

OTHER ONE? --OH MY LORD!

THE TINY BODY IN THE CRUDE CRADLE HAS BEEN DEAD FOR SOME HOURS.

MY BABY WAS SICK! HE KEPT CRYING AND CRYING! THEN HE STOPPED CRYING! IT--IT WASN'T MY FAULT! I'M A GOOD MOTHER! THAT'S WHY I TOOK THE OTHER ONE!

TO *PROVE* HOW GOOD A MOTHER I COULD BE!

I UNDERSTAND. AND THEN SOMEONE SPOTTED YOU WITH THE COUNCIL-MAN'S BABY, RECOGNIZED HIM AND TOOK HIM TO CLAIM THE REWARD?

SÍ, SPIDER-MAN MALO, AND HIS JUNKIE DIRT!

ALL RIGHT, *SEÑORITA!* I WANT YOU TO CALL THE HOSPITAL, HAVE THEM COME AND GET YOUR BABY! DON'T WORRY-- I WON'T TELL ANYONE YOUR PART IN THE KIDNAPPING!

BUT I SWEAR TO YOU... I *WILL GET MALO!*

16

SOON...

THEY'RE HOLED UP IN A TENEMENT, SHE SAID.

BUT WHICH TENEMENT? THERE ARE SO MANY...

WAHHHHH!

BELOW, A SOLE SHOPPER RETURNS FROM THE CORNER BODEGA...

MALO SAID GET SOME-THIN' FO' THE BABY!

SO, LIKE, I GOT DIS BOTTLE O'TAB AN' A NIPPLE! THE KID SHOULD LIKE DAT!

ACME Pork Rinds

Tab

IT'S NO SUBSTITUTE FOR MOTHER'S MILK, STREET-SCUM!

H-HUH?! WHAT'S DAT LIGHT??!

I CALL IT MY *SPIDER-SIGNAL!*

IT SHEDS LIGHT ON DARK DEALINGS--

--LIKE *KIDNAPPING!*

MALO, DA *MAN* DONE FOUND US!

DA *SPIDER-MAN!*

NUTS! I EXPECTED THE JUNKIE TO BE ROOTED IN FEAR--NOT GO SCREAMING OUT AN ALARM!

NOW THE WHOLE GANG'LL TAKE TO THEIR HEELS!

YEP! THERE THEY GO--RATS DESERTING A STINKING SHIP!

BUT WHICH ONE'S GOT THE *BABY*?!

17

NO INFANT WAIL GUIDES SPIDER-MAN THIS TIME...

OKAY, SINCE I'VE GOTTA START SOMEWHERE--

--I'LL GO AFTER THE GUY HIGH-TAILING IT TO THE ROOF!

OLDE ROTTE GUTTE

THWIP!

Y'KNOW, CHUCKLES, WE'VE GOT TO STOP MEETING LIKE THIS!

SPIDER-MAN! YOU GOT ME!

YEAH, BUT YOU DON'T HAVE THE BABY!

NO! MALO'S GOT 'IM! DON'T HURT ME!

WAHH-AAAAH!

THERE. THIS WEBBING'LL KEEP YOU OUT OF MY HAIR...

...'CAUSE I KNOW WHERE TO LOOK NOW!

18

YEAH.

SHUT UP, BRAT! SHUT UP!

WAAHH!

THWIPP!

THWAP!

"HAVE A NICE TRIP, MALO!"

THE JUNKIE FALLS, ALL RIGHT...

...FARTHER THAN SPIDER-MAN HAD INTENDED.

NO! THIS JUNK-FILLED LOT'S LITTERED WITH DEBRIS--

"--COVERING UP THE HIDDEN BASEMENTS OF DEMOLISHED BUILDINGS!"

WAAH-AAHH!

SPLASH!

THE JUNKIE FELL HARD --*WITH* THE BABY!

19

MALO!

HEY, MAN-- YOU TRIPPED ME UP, ALL RIGHT. I-I THINK I BROKE MY ANKLE.

BUT I TOOK CARE OF THE KID, MAN! I HELD HIM TIGHT ON TOP O' ME! HE'S OKAY! SEE?

GOO...

YEAH, MALO-- I SEE. I'M SURE YOUR PAROLE OFFICER'LL TAKE YOUR GALLANTRY INTO CONSIDERATION.

WAIT! WE'RE NOT *ALONE* DOWN HERE!

HIS SPIDER-SENSE DETECTS THEM FIRST.

THEN HIS EYES SEE THEIR EYES BURNING CRIMSON IN THE DARK.

WILD DOGS... AND THIS BURIED BASEMENT IS THEIR HOME!

NO ONE INTRUDES UPON IT... AND SURVIVES.

20

GROWRR

TELL THAT TO THE SPECTACULAR SPIDER-MAN!

RRRRR

RARRGH

21

YOU WANT SOMETHING TO FEED ON, FIDO?

FEED ON THIS!

RROOOWW

THWIPP

QUIET! YOU'LL WAKE THE BABY!

BEAT IT!

YOU...YOU DID IT, MAN. THEY'RE RUNNIN' SCARED!

NOW, JUNKIE-- THE KID.

SURE, M'MAN! I WAS JUST, LIKE, BABYSITTIN'!

RIGHT.

22

EPILOGUE

DAILY BU

A PICTURE, COUNCILMAN!

ONE OF THE WHOLE FAMILY TOGETHER!

PLEASE--MY WIFE AND I HAVE BEEN THROUGH A HARROWING NIGHT!

ILY BUGLE

THAT'S RIGHT, GENTLEMEN, BUT--THANKS TO THE SELFLESS EFFORTS OF THE NEW YORK DAILY BUGLE--THE DALEY'S ARE REUNITED FAMILY!

THAT'S RIGHT--A *FAMILY*--AND TOGETHER WE'RE GOING TO WORK TO MAKE EVERY KID IN THIS CITY SAFE FROM...

SAFE FROM FATHERS WHO NEVER SPEND ANY TIME WITH THEIR CHILDREN--

--UNLESS IT'S TO EXPLOIT A FAMILY TRAGEDY TO GET VOTES!

M-MARJORIE...?

YOU BILL YOURSELF AS "THE FAMILY MAN," BRIAN!

E LINE
JT CROSS

START PRACTICING WHAT YOU PREACH!

THAT'S A HAPPY ENDING? POOR JJJ! LOOKS LIKE HE'S GOT EGG ALL OVER HIS FACE!

BUT BRIAN, JR.'S BACK WITH HIS MOM. MAYBE HIS DAD'LL COME AROUND.

MEANWHILE, THERE'S A KID ON 125th STREET SPENDING HIS REWARD MONEY ON VIDEO GAMES, A JUNKIE IN JAIL...

...AND A BEATEN WOMAN WHO ONLY WANTED A CHANCE TO PROVE SHE COULD RAISE A KID.

GUESS THERE'S NO POINT WAITING AROUND FOR SOMEBODY TO THANK ME.

NEXT: HOBGOBLIN!

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

MILGROM

IN THIS ISSUE: ONE OF THE SPECTACULAR SPIDER-MAN'S DEADLIEST FOES... IS ABOUT TO BECOME EVEN DEADLIER!!!

Stan Lee PRESENTS:

THE HATRED OF THE HOBGOBLIN!

TONIGHT IS THE NIGHT! SOON ALL THE POWER POSSESSED BY THE ORIGINAL *GREEN GOBLIN*...

...ALL THAT-- AND *MORE*--

--SHALL BELONG TO... ***HOBGOBLIN!***

SOMEWHERE, SOMEPLACE COMPUTERS CHANNEL CHEMICAL CURRENTS INSIDE A HUGE VAT. SOMEWHERE, SOMEPLACE...

...EVIL IS A 'BORNING!

BILL MANTLO / WRITER | AL MILGROM & JIM MOONEY / ARTISTS | D. ALBERS, LETTERER / B. SHAREN, COLORIST | TOM DeFALCO & DANNY FINGEROTH / EDITORS | JIM SHOOTER / CHIEF

WOULD LIKE TO EXPRESS THEIR INDEBTEDNESS TO **HOBGOBLIN'S** CREATOR, **ROGER STERN,** FOR HIS GRACIOUS **PLOT ASSIST.**

WE DO NOT KNOW HIS NAME. WE HAVE NEVER SEEN HIS FACE. HE IS A CIPHER SEETHING WITH MENACE AND MYSTERY.

NORMAN OSBORN--THE GREEN GOBLIN--WAS INSANE...BUT METHODICAL IN HIS MADNESS.

HE RECORDED EVERY ASPECT OF HIS CRIMINAL CAREER. HIS JOURNAL ENTRIES ARE EXHAUSTIVE.

FORTUNATELY FOR ME, HIS JOURNALS SURVIVED HIS DEATH.

FROM THEM, I HAVE LEARNED HOW TO DUPLICATE THE THINGS THAT MADE THE GREEN GOBLIN A FORCE TO BE FEARED...

...HIS HIDDEN HIDEOUTS, THE DEADLY WEAPONRY IN HIS BAG O' TRICKS, HIS GOBLIN-GLIDERS--

--AND NOW...TONIGHT...THE SECRET SOURCE OF HIS SUPER-STRENGTH!

THE JOURNALS SUGGESTED HOW DANGEROUS THE PROCESS COULD BE...

...AND HOW FOOLISH I WOULD BE TO TEST IT ON MYSELF FIRST.

"SO I FOUND A GUINEA PIG IN *LEFTY DONOVAN*, A SECOND-RATE CRIMINAL IN MY EMPLOY. UNDER HYPNOSIS, DONOVAN SYNTHESIZED THE GOBLIN'S FORMULA--

"--WITH RATHER EXPLOSIVE RESULTS.

"DONOVAN'S EVERY PORE BECAME PERMEATED WITH THE POWERFUL POTION.

"FOR WEEKS, DONOVAN LAY BURNED AND COMATOSE IN A HOSPITAL. MONITORING HIM FROM AFAR, I SAW WHAT HIS DOCTORS COULD NOT.

"HE WAS RECUPERATING AT AN INCREDIBE RATE, AS THE CHEMICALS HE'D ABSORBED ENERGIZED EVERY CELL IN HIS BODY!

"FINALLY, DONOVAN REGAINED CONSCIOUSNESS AND, FOLLOWING MY POST-HYPNOTIC COMMAND, ROSE, DRESSED HIMSELF IN A SPARE HOBGOBLIN COSTUME...

"...AND CHALLENGED THE AMAZING SPIDER-MAN TO BATTLE. I OBSERVED ALL, OBSERVING ESPECIALLY HOW *POWERFUL* DONOVAN HAD BECOME... 2

"...AS POWERFUL AS THE ORIGINAL GREEN GOBLIN, IN FACT--POSSESSING POWER ENOUGH TO TAKE ON EVEN SPIDER-MAN.

"HAVING LEARNED ALL I NEEDED, I TERMINATED THE TEST...

"...AND LEFTY DONOVAN!

"NOW THE WORLD, WITH THE POSSIBLE EXCEPTION OF SPIDER-MAN, BELIEVES THE HOBGOBLIN TO BE DEAD... WHICH IS FINE WITH ME. IT LEAVES ME FREE TO BIDE MY TIME... SO THAT I CAN PERFECT OSBORN'S FORMULA, ELIMINATING ITS EXPLOSIVE SIDE-EFFECTS.

"I HAVE SOUGHT TO BE AS POWERFUL AS THE GREEN GOBLIN ONCE WAS."

TONIGHT I SHALL ACHIEVE THAT END.

AT THE CLICK OF A BUTTON...

...WALDOES--MECHANCAL ARMS--EXTEND INTO THE SEETHING VAT AND PREPARE TO ADD THE FINAL INGREDIENT.

A CHEMICAL REACTION CAUSES THE FROTHING FLUID TO GLOW GREEN.

IT IS TIME. I SHALL PASS THROUGH THIS MEMBRANE...

...AND MY LIFE WILL BE CHANGED FOREVER!

Caveat: The potential exists for even the greater power-- conclusion perhaps equal to that prolonged that possessed by immersion in Spider-Man--but the fluid can continued experi- cause possible mentation has psychological led me to side effects, leading even to madness.

MINUTES PASS...

PERHAPS TOO MANY MINUTES...

DANGER

DANGER

DANGER

4

BUH THR OOM!

AHHHHHHH...!

TOO LONG! I STAYED IN THE CHEMICALS TOO LONG.

BUT I'M ALIVE... UNHARMED...AND MORE!

I CAN FEEL MY BODY BURSTING WITH MORE SHEER *POWER* THAN I COULD EVER HAVE CONCEIVED OF!

I'VE DONE IT! I'VE BECOME AS POWERFUL AS THE ORIGINAL GREEN GOBLIN!

MAYBE EVEN *MORE* POWERFUL!

BUT THE ONLY WAY TO TEST THAT THEORY IS TO DEFEAT THE ONE FOE THE GOBLIN COULD NEVER DEFEAT HIMSELF!

THUS, TONIGHT... THE *HOBGOBLIN* WILL DESTROY *SPIDER-MAN!*

5

EARLIER THAT AFTERNOON AT CENTRAL PARK'S TAVERN-ON-THE-GREEN, ONE OF NEW YORK'S SWANKIEST LUNCH SPOTS...

WHEW! THE CLOSEST I'VE EVER COME TO DINING HERE IS WHEN I ATE A SANDWICH ON A NEARBY PARK BENCH.

BUT HARRY OSBORN SAID HE AND LIZ HAD AN IMPORTANT ANNOUNCEMENT TO MAKE... AND THAT LUNCH WAS HIS TREAT.

SO WHO WAS MAY PARKER'S NEPHEW PETER TO SAY NO TO A FREE FEED?

TAVERN ON THE GREEN

ARRIVING JUST A FEW MINUTES LATE...

...PETER PARKER DISCOVERS THAT THE REST OF HIS PARTY HAS YET TO PROCEED PAST THE COCKTAIL STAGE.

HEY, PETE! YOU MADE IT!

HARRY, OLD BUDDY, THE PROVERBIAL WILD HORSES COULDN'T KEEP ME AWAY FROM SEEING YOU AND THE OLD GANG AGAIN!

I'M SO GLAD YOU FEEL THAT WAY, PETER. WE'VE ALL KNOWN EACH OTHER SO LONG, BEEN THROUGH SO MANY CHANGES TOGETHER.

MAYBE THAT'S WHAT KEEPS US ALL TOGETHER, LIZ.

WHY, THAT'S EXACTLY HOW LIZ AND I FELT, PETE--

--WHICH IS THE VERY REASON FOR THIS LUNCHEON!

6

WHAT *IS* THE VERY REASON FOR THIS LUNCHEON, LIZ?

OH, I CAN'T TELL YOU, BETTY-- NOT YET.

NOT 'TIL WE'RE *ALL* HERE!

LOOK AT HARRY AND LIZ, SO HAPPY TOGETHER DESPITE ALL THEY'VE BEEN THROUGH. LIZ'S STEP-BROTHER WAS THE *MOLTEN-MAN*--

--AND HARRY'S DAD WAS THE ORIGINAL *GREEN GOBLIN!*

--THOUGH A LATER TRAUMA MERCIFULLY WIPED THAT FACT FROM HIS MIND.

LISTEN! I LIKE PARTIES AS MUCH AS ANYONE, BUT NED AND I ARE NINE-TO-FIVERS! WE'VE GOT JOBS TO GET BACK TO!

SO IF YOU TWO LOVEBIRDS HAVE A SECRET TO SHARE WITH THE REST OF US--

--I FOR ONE AM POSITIVELY BURSTING TO HEAR IT!

AT BETTY BRANT'S FRIENDLY URGING, A BLUSH SUFFUSES LIZ OSBORN'S CHEEKS.

WELL, THE ONLY ONE MISSING IS MARY JANE WATSON. WE WERE WAITING FOR HER...

BUT I CAN'T KEEP THE NEWS IN ANY LONGER! HARRY AND I ARE GOING TO BE A *MOMMY!*

I'M GOING TO HAVE A BABY!

YIPEEEE! I *LOVE* BABIES!

OTHER PEOPLE'S, OF COURSE.

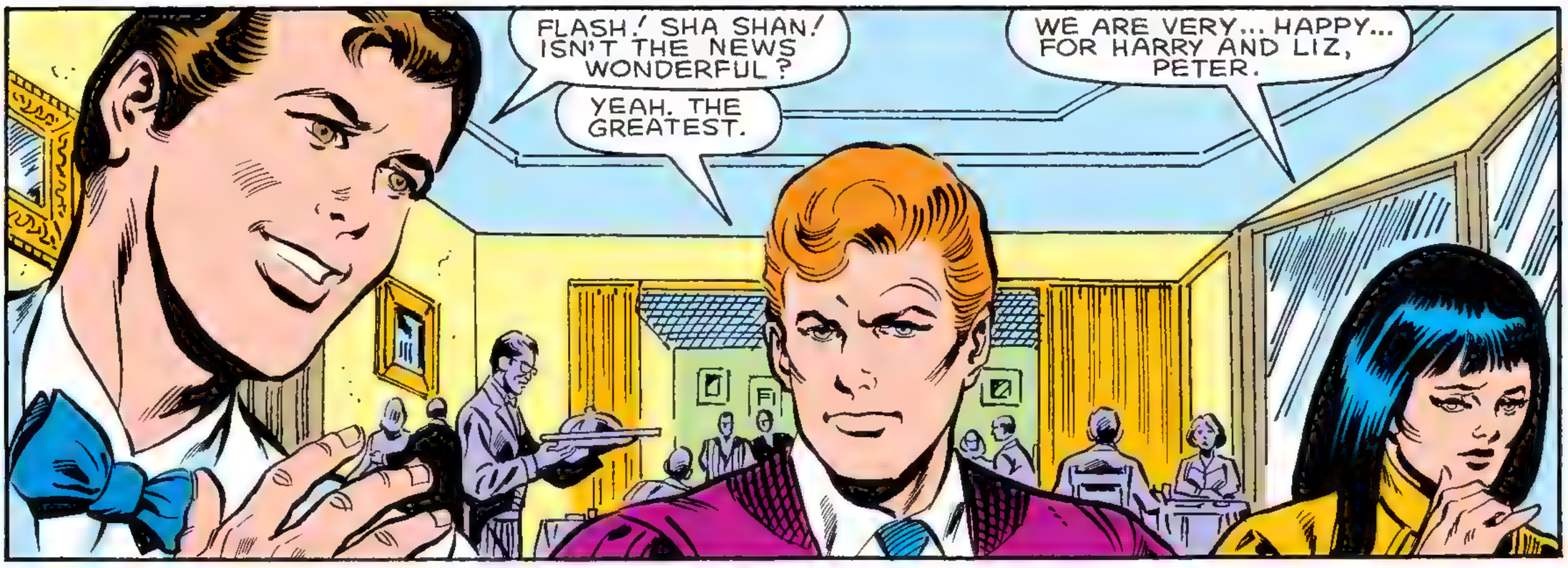
OH, MARY JANE! YOU DID COME! I... WE WEREN'T, SURE--!

THAT WAS SILLY, LIZ! JUST BECAUSE I'M FOOTLOOSE AND FANCY-FANCY DOESN'T MEAN I DON'T CARE FOR MY FRIENDS!

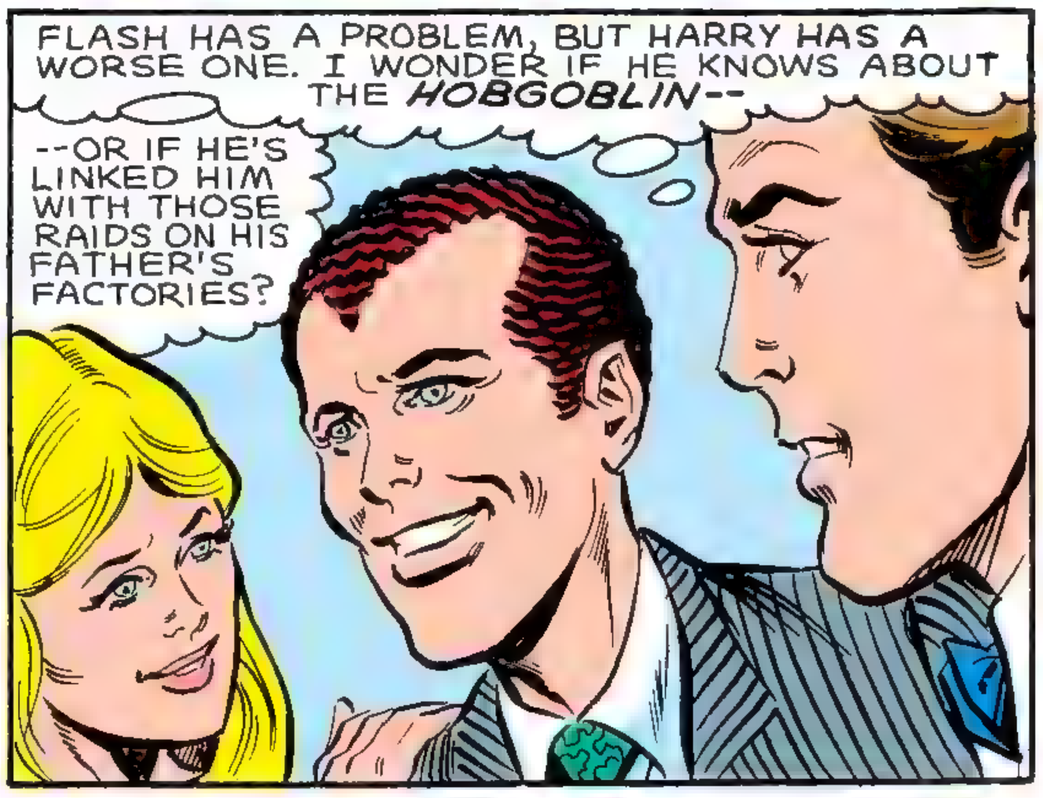
I LOVE YOU AND HARRY--AND I'M GOING TO LOVE YOUR BABY!

THERE ARE TEARS, THEN, OF JOY...

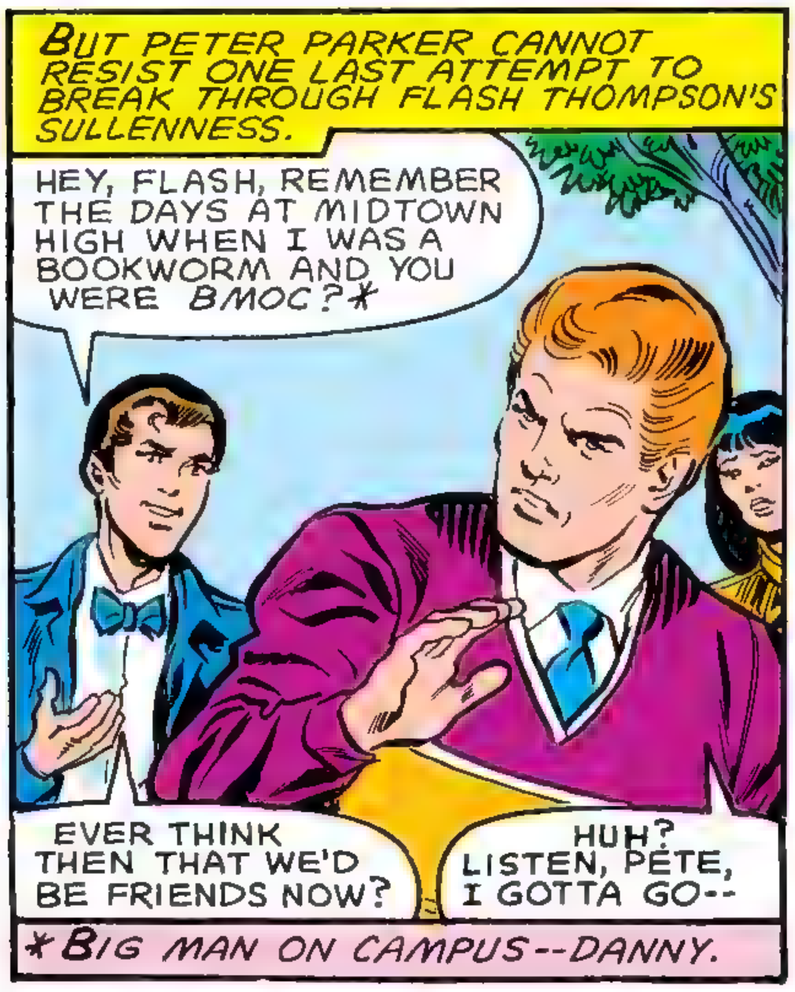
... AND CONGRATU-LATIONS ALL AROUND.


FLASH! SHA SHAN! ISN'T THE NEWS WONDERFUL?
YEAH. THE GREATEST.
WE ARE VERY... HAPPY... FOR HARRY AND LIZ, PETER.

YEAH, THE LAST TIME I SAW SUCH AN EXCESS OF HAPPINESS WAS AT SOMEBODY'S WAKE! WHAT'S EATING FLASH AND SHA SHAN?
IS, UH, SOMETHING WRONG, FLASH? WANT TO TALK?
TALKING'S THE LAST THING I WANT.
OKAY.
SO MUCH MUCH FOR MY DEAR ABBY ROUTINE.


FLASH HAS A PROBLEM, BUT HARRY HAS A WORSE ONE. I WONDER IF HE KNOWS ABOUT THE HOBGOBLIN--
--OR IF HE'S LINKED HIM WITH THOSE RAIDS ON HIS FATHER'S FACTORIES?

BUT THAT'S NOT THE KIND OF QUESTION YOU CAN JUST COME OUT AND ASK A GUY--NOT ON AN OCCASION LIKE THIS!
A TRULY EXCEPTIONAL LUNCH OVER WITH, OLD FRIENDS PREPARE TO GO THEIR SEPARATE WAYS.


BUT PETER PARKER CANNOT RESIST ONE LAST ATTEMPT TO BREAK THROUGH FLASH THOMPSON'S SULLENNESS.
HEY, FLASH, REMEMBER THE DAYS AT MIDTOWN HIGH WHEN I WAS A BOOKWORM AND YOU WERE BMOC?*
EVER THINK THEN THAT WE'D BE FRIENDS NOW?
HUH? LISTEN, PETE, I GOTTA GO--
*BIG MAN ON CAMPUS--DANNY.

--AND THE PAST IS THE LAST THING I WANT TO TALK ABOUT!
SHA SHAN, WHAT DID I SAY?
IT IS NOT WHAT YOU SAID THAT IS THE PROBLEM, PETER--

--BUT WHAT FLASH DID NOT SAY!
A RIDDLE...
8.

...UNDECIPER-ABLE.

YOU LOOK PUZZLED, TIGER!

TELL ME ABOUT IT, MARY JANE!

OKAY, I WILL. FLASH AND SHA SHAN HAVE PROBLEMS--

--AND YOU'RE TRYING TO FIGURE OUT WHAT THEY ARE SO YOU CAN SOLVE THEM FOR THEM!

YOU READ ME LIKE A BOOK, MJ!

I'VE HAD PRACTICE! YOU ALWAYS DID WANT TO BE THE "WHITE KNIGHT TO THE RESCUE!" I THINK THAT'S WHAT I LIKED ABOUT YOU!

BUT NOT ENOUGH TO MARRY ME?

OH, DON'T GET HEAVY, TIGER! BESIDES, WITH THE BENEFIT OF HINDSIGHT--

--CAN YOU REALLY IMAGINE THE TWO OF US TOGETHER?

LOOKING BACK, MJ...NO.

BUT THERE WAS A TIME...

AND THERE MAY BE AGAIN, LOVER! WHO KNOWS? BUT I'M LATE FOR A SHOOTING! SEEYA!

WHAT'D MJ MEAN BY THAT LAST REMARK? DOES SHE *STILL* LOVE ME?

IF SHE DOES, WHAT WOULD I DO IF...?

WHOA, PARKER! THAT WAY LIES MADNESS!

AND I'VE GOT MY CURRENT LOVE AFFAIR WITH THE *BLACK CAT* TO THINK ABOUT!

9

OR SHOULD I SAY... SPIDER-MAN'S LOVE AFFAIR WITH THE BLACK CAT??

I SHOULD. AFTER ALL, EVERY OTHER WOMAN I'VE EVER LOVED, I'VE LOVED AS PETER PARKER!

"IN FACT, MORE OFTEN THAN NOT--

"--IT WAS SPIDER-MAN WHO KEPT ME AND MY LADIES APART!"

TALK ABOUT SCHIZOPHRENIA! WHEN IT COMES TO LOVE--

--HOW MANY GUYS WIND UP COMPETING WITH THEMSELVES?

BUT WITH THE CAT IT'S GONNA BE DIFFERENT--

10

"--BOY, IS IT EVER!

FELICIA, DINNER'S READY!

I'LL BE OUT OF THE BATH IN A MOMENT, MOTHER!

DEAR, IS THAT YOU TAPPING?

TAPPING? OH!

TAP TAP TAP

SHHHH! FIVE MINUTES!

DID YOU SAY SOMETHING, FELICIA?

ONLY THAT YOU'RE AN ABSOLUTE DARLING TO STAY AND PREPARE MY MEALS FOR ME, MOTHER!

YOU DID JUST GET OUT OF THE HOSPITAL, DEAR. YOU'RE STILL WEAK.

BUT NOT SO WEAK THAT I CAN'T MANAGE FINE FOR THE REST OF THE NIGHT!

GO! SEE A MOVIE! YOU HAVEN'T BEEN OUT IN DAYS!

WELL, I WAS INVITED TO PLAY BRIDGE AT THE CHURCH TONIGHT...

THEN YOU GO AND HAVE YOURSELF A GOOD TIME, MOTHER--

--'CAUSE I CERTAINLY INTEND TO!

HOPE YOU DIDN'T CATCH ANYTHING COMMUNICABLE PERCHED OUT THERE WITH THE PIGEONS, LOVER!

WELL, MAYBE A BIT OF A CHILL, CAT!

MMMM! I KNOW JUST THE CURE FOR CHILLS!

FELICIA HARDY IS THE BLACK CAT--CAT BURGLAR PAR EXCELLANCE.

OR, AT LEAST, SHE WAS.

HER LOVE FOR SPIDER-MAN SET HER ON THE STRAIGHT AND NARROW.

THAT PATH LED TO THEIR WAR WITH DR. OCTOPUS...

...AND TO THE CAT'S NEAR DEATH.

BUT SHE SURVIVED, AND THEIR LOVE BURNS STRONG.

REMEMBER WHEN I WAS IN THE HOSPITAL AND DOC OCK WAS AFTER ME, LOVER?

YOU WERE ABOUT TO TAKE OFF YOUR MASK...

I THOUGHT I WAS GOING TO DIE, CAT. I DIDN'T WANT THERE TO BE ANY SECRETS BETWEEN US.

AND NOW?

I...

SCHIZOPHRENIA.

IT CUTS BOTH WAYS.

OKAY. I CAN WAIT.

CAT, I *DO* LOVE YOU!

AND I LOVE YOU MY BEAUTIFUL MASKED STRANGER!

CARE FOR DINNER?

SOON...

GOOD?

GOOD! TELL YOUR MOTHER I SAID SO.

12

CAT, ABOUT WHO I AM-- I MEAN, UNDER THIS MASK...

DON'T BE UPSET, LOVER. I WAS JUST TEASING.

BESIDES, IT DOESN'T REALLY MATTER TO ME.

IT'S THE MASK I LOVE-- THE COSTUME--YOU AS THE SPECTACULAR SPIDER-MAN, SWINGING THROUGH THE NIGHT!

YOU MAKE WHAT I DO SOUND SO... SO ROMANTIC, CAT.

WHAT YOU DO... WHO YOU ARE-- IT *IS* ROMANTIC! YOUR BEING SPIDER-MAN EXCITES ME LIKE NOTHING HAS EVER EXCITED ME BEFORE!

I *LIKE* BEING EXCITED, LOVER! I WANT TO *SHARE* YOUR NIGHTS WITH YOU!

CAT, WHAT YOU'RE ASKING--IT'S *DANGEROUS* OUT THERE! THE LAST TIME YOU HELPED ME YOU ALMOST ENDED UP *DEAD!*

BUT YOU SAVED ME--AND TOGETHER WE SAVED A CITY FROM DR. OCTOPUS!

I... CAN'T DENY THAT. IT'S JUST THAT I'VE ALWAYS BEEN A LONER-- NOT USED TO WATCHING OUT FOR SOMEONE ELSE!

I'M A BIG GIRL NOW, LOVER--OR HADN'T YOU NOTICED? NOBODY HAS TO BABYSIT FOR THE *BLACK CAT!*

YEAH, WELL, I CAN THINK OF A LOT OF MEN WHO'D LIKE TO!

I DON'T WANT TO BE WITH A LOT OF MEN, SPIDER! I ONLY WANT TO BE WITH YOU!

13

CAT CABLE UNWINDS FROM BENEATH A FUR COLLAR.

WELL, SINCE I CAN'T TALK YOU OUT OF IT... COME ON!

ALL RIIIIGHT!

WEB-LINE SLINGS FROM HIDDEN WEB-SHOOTERS.

THEY ARE SPIDER-MAN AND THE BLACK-CAT... TOGETHER!

I'VE NEVER KNOWN ANYONE LIKE THE CAT!

I'VE NEVER LOVED ANYONE LIKE I LOVE SPIDER-MAN!

14

WE WERE *GREAT* JUST NOW, WEREN'T WE, LOVER?

WE WERE... GOOD.

CAT, WHEN WE FIRST MET EACH OTHER, IN ADDITION TO BEING AN EXCELLENT ACROBAT, YOU ALSO POSSESSED A STRANGE... "POWER."

POWER? OH! YOU MEAN THE FACT THAT "*BAD LUCK*" ALWAYS SEEMED TO BEFALL WHOEVER WAS AFTER ME!

THAT WAS ALL A *TRICK* SPIDEY! BEFORE A FIGHT I'D CAREFULLY CHOOSE THE BATTLEFIELD, AND THEN I'D RIG IT AGAINST WHOEVER'D FOLLOW ME INTO IT!

A... TRICK? NOT A SUPER-POWER?

NO! THAT'S WHY I COULDN'T USE IT DURING THE OWL-OCTOPUS WAR! *THEY* CHOOSE THE BATTLEFIELDS!

I... SEE. C'MON, CAT-- LET'S GO HOME.

YOU'RE UPSET! WHY? WHAT DID I SAY?!

I GUESS I'M JUST RE-ALIZING HOW CRAZY THIS IS-- HOW VULNERABLE YOU ARE! I'VE GOT *SPIDER-POWERS*, CAT!

EVEN SO, THERE'VE BEEN TIMES I'VE NEARLY GONE DOWN BEFORE ONE VILLAIN OR ANOTHER!

I-I COULDN'T BEAR IT IF ANYTHING HAPPENED TO YOU!

BUT, SPIDER...

...I CAN'T LIVE WITHOUT THE EXCITEMENT, THE ADVENTURE-- WITHOUT THE *NIGHT!*

CAT, I... WAIT!

THERE'S *DANGER!!!*

15

PWUOM

--HURLED BY THAT HELL-FIEND, THE HOBGOBLIN!

WHAT--?!

PUMPKIN-BOMBS--

PW

HOBGOBLIN?

A KILLER, CAT--MAYBE DEADLIER THAN DOC OCK!

STAY BACK! I'LL PROTECT YOU...!

NO WAY, LOVER!

I'M GOING TO *PROVE* I'M WORTHY TO FIGHT BY YOUR SIDE!

16

LOVERS, ARE YOU?

IN THAT CASE, MY DEAR, YOU SHALL CERTAINLY *DIE* BY HIS SIDE!

OMIGOSH! CAT! LOOK OUT FOR HIS...

RAZOR-BATS-- SLASHING MY COSTUME!

BUT IF I CAN, JUST KEEP ROLLING FORWARD, I'LL HAVE A GOOD SHOT AT--

OHHH!

GO LIMP, CAT! I'VE GOT YOU!

I'M ALL RIGHT, SPIDEY! JUST WINDED!

YOU'RE WEAK, STILL RECUPERATING!

I WAS CRAZY NOT TO STOP YOU!

OH, DID MY LITTLE SPARKLES *STOP* YOU? I WOULD'VE EXPECTED SPIDER-MAN TO HAVE CHOSEN A MORE... RESOURCEFUL... LOVER!

REST NOW! HOBGOBLIN'S MINE!

THE GAS-GHOST DRIFTS LAZILY, LETHALLY DOWNWARD.

17

BUT THE WEB-SLINGER IS READY!

I WAS WONDERING WHEN YOU'D SHOW THAT FRIGHT-FACE OF YOURS AGAIN, HOBGOBLIN!

WHAT HAPPENED? COULDN'T FIND ANOTHER DOPE LIKE LEFTY DONOVAN TO DIE IN YOUR PLACE?

DONOVAN SERVED HIS PURPOSE. NOW I SHALL PERSONALLY DESTROY YOU *AND* YOUR LADY!

FWWWZZ

ZZ

ZZZZ

THINK AGAIN, KILLER--

ZWAP!

--WHILE YOU'RE CHOKING ON YOUR OWN GHOST-GAS! TONIGHT'S THE NIGHT YOU START TO PAY FOR YOUR CRIMES!

TONIGHT'S THE NIGHT I *MAKE* YOU PAY!

SPIDER-MAN'S SPEED, SKILL AND AGILITY MAKE HIM PRACTICALLY UNBEATABLE! WERE I TO RELY ON MY GADGETRY ALONE, IT'S EVEN POSSIBLE HE COULD DEFEAT ME!

BUT THE PURPOSE OF MY ATTACK THIS NIGHT IS TO *TEST* MY NEWLY-ACQUIRED *SUPER-STRENGTH!*

KRATAK!

PROTECT YOUR LADY *NOW*, SPIDER-MAN!

HOLEE--!

18

HOBGOBLIN RIPPED THE STONEWORK FROM THAT BUILDING WITH EASE, AND NOW, HE'S HURLING IT AT US AS IF IT WEIGHED LESS THAN PAPIER MACHE!

HE NEVER DISPLAYED THAT LEVEL OF POWER THE FIRST TIME WE FOUGHT!

CAT! GET BEHIND ME!

SPIDEY, NO! DON'T PROTECT ME! I WANT TO HELP--

OOFF!!

I SAID, BEHIND ME!

THIS IS NO ROMANTIC ADVENTURE, CAT! STAY OUT OF THE WAY--!

ARRGHH!

SOMEHOW HE'S MADE HIMSELF AS STRONG AS THE FIRST GREEN GOBLIN!!

ORDINARILY, THE WONDEROUS WALL-CRAWLER'S SPIDER-SPEED AND AGILITY WOULD HAVE ENABLED HIM TO EASILY AVOID THE CRASHING CORNICE.

ORIDINARILY HE WOULD NOT BE LOOKING OUT FOR THE BLACK CAT.

ORDINARILY HE WOULD NOT BE FELLED.

HAHAHAHAHA

WE STAND ON AN EQUAL FOOTING NOW, SPIDER-MAN!

ONLY I AM FAR MORE RUTHLESS!

YOU HURT MY LOVER, MONSTER!

NOW FEEL THE CLAWS OF THE CAT!

THE CAT-CABLE IS TOSSED WITH UNERRING ACCURACY.

ITS CLAWS HOOK FAST TO THE GOBLIN-GLIDER...

...WITH UNSETTLING RESULTS.

19

SO WHEN A LADY'S GOT GOOD AIM--

--WHO NEEDS SUPER-POWERS?!!

SWOK!

IN YOUR CASE, MY DEAR, THEY MIGHT HAVE HELPED POST-PONE YOUR IMMINENT DEMISE!

H-HOBGOBLIN'S NOT EVEN HURT! HE RIGHTED HIMSELF -- AND NOW HE'S SOARING AT ME!

CAT!

CAT!!!

GLLKKK...!

GET YOUR SLIMEY HANDS OFF MY LADY, HOBGOBLIN!

OH, GEE!

ARRGHH!

SPOK!

20

NO! THIS CAN'T BE HAPPENING! I HAVE INCREASED MY STRENGTH--!

YOU MAY HAVE GOTTEN STRONGER, 'GOBLIN--BUT YOU HAVEN'T GOTTEN ANY SMARTER...

...OR YOU'D HAVE KNOWN BETTER THAN TO COME AFTER SPIDER-MAN!

BLOW FOR BLOW, HE'S BEATING ME!

I WAS A FOOL TO RELY ON PHYSICAL STRENGTH WHEN I HAVE SO MANY OTHER MEANS OF CAUSING MAYHEM AT MY DISPOSAL!

AGGHH! FIREWORKS FROM YOUR FINGERTIPS--

--BLINDING ME!!!

LOVER!

I'LL BE OKAY IN A FEW SECONDS...BUT THOSE ARE A FEW SECONDS HOBGOBLIN WON'T ALLOW ME!

BUT I'M NOT AS HELPLESS AS I LOOK.

MY SPIDER-SENSE WILL ENABLE ME TO DODGE HIS ATTACK-- AND STRIKE BACK!

BUT UNAWARE OF HER LOVER'S PLAN... FEARING FOR HIS LIFE--

--THE BLACK CAT RUSHES TO HIS RESCUE!

THAT'S IT, HOBGOBLIN-- JUST A LITTLE CLOSER!

NOW! WHA--? CAT?!

SPIDEY, LOOK OUT! THE HOBGOBLIN'S RIGHT BEHIND YOU-- WHOOF!

SPIDER-MAN SOUGHT TO SNARE ME-- BUT THE CAT SPRUNG THE TRAP TOO SOON!

HA! THE FOOLS! THEY ARE THEIR OWN WORST ENEMIES!

NOW, WHILE THEY STAND DAZED, HOBGOB-LIN SHALL AWAY--

--TO RETURN AND FIGHT ANOTHER DAY!

SP-SPIDEY? WE BEAT HIM!

I COULD'VE *HAD* HIM, CAT!

INSTEAD, HE'S GETTING AWAY!

YOU'RE BLAMING ME FOR LOSING HIM, AREN'T YOU?

BUT I ONLY LEAPED IN TO SAVE YOU!

DOESN'T THAT COUNT FOR SOME-THING??

NEXT ISH: *THE RETURN OF THE FEARSOME **FLY**, IN A TALE WE CAN ONLY CALL...*

BUGS! *YOU'LL HAVE TO **READ** IT TO SEE **WHY!***

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

BEWARE: IT'S ASSISTANT EDITORS' MONTH! DON'T SAY WE DIDN'T WARN YOU!

I DON'T BELIEVE IT, CAT! THEY GOT ***FRED HEMBECK*** TO DRAW THIS ISSUE!

YEAH... LOVE THOSE ***KNEES!***

HEMBECK/ALBELO

A SEETHING FIGURE STALKING DOWN THE CARPETED CORRIDORS OF THE **MARVEL COMICS** OFFICES AT 387 PARK AVENUE SOUTH SERVES TO REMIND US THAT HELL HATH NO FURY LIKE AN EX-EDITOR WHO'S RETURNED TO FREELANCING...

FINGEROTH! WHERE'S *FINGEROTH*?!

WHO'S YELLING? HE'LL WAKE *MORRIE*!

IT'S EDITORI-*AL MILGROM*, LINDA!

HE LOOKS MAD!

AL, ABOUT THOSE *MARVEL FANFARES* YOU PROMISED ME SIX YEARS AGO...?

LATER FOR YOU, PRODUCTION-PUNDIT CRESPI! I'VE GOT IMPORTANT BUSINESS... WITH THE *MAN*!

BUT STAN'S IN LOS ANGELES, AL!

NOT *THAT* MAN!

I'M TALKING ABOUT THE SKINNY, SLIME-SUCKING, FORMER PROTEGE OF LOUISE JONES WHO THINKS HE CAN EDIT *EDITORI-AL*!

DANNY FINGEROTH, EDITOR

BOB DeNATALE, ASSISTANT EDITOR

I'M TALKING ABOUT THAT BRILLO-HAIRED TALL DRINK O' WATER WHO'S DARED TO REJECT *MY* AWE-SOME ARTISTRY!

I'M TALKING ABOUT... BOB DENATALE??!??

UH, HI, AL! YOU LOOK PERTURBED. ANYTHING I CAN DO TO SOOTHE YOUR NATURAL FREELANCER'S INSECURITY ABOUT WHAT WE ASSISTANT EDITORS WHO ARE LEFT HOLDING THE FORT HERE AT OL' MARVEL ARE DOING TO YOUR WORK NOW THAT YOU'RE NO LONGER IN A POSITION OF POWER?

DON'T TRIPLE-TALK ME, DENATALE! I WANT TO SEE YOUR BOSS!

SPIDER-MAN BATTLES THE CRESPI CRITTERS by Roger Stern

WHAT'S DE MATTER ICURR

TREND OF OL' MARVEL

I WANT TO SEE THE CLOWN WHO REJECTED MY ART AS TOO LIGHTWEIGHT FOR SO IMPORTANT AN ISSUE OF SPECTACULAR SPIDER-MAN AS THIS ONE!

CALL RON'S FRIEND

RON A FRENZY

Bob— SEE ME about p.21 —D.F.

CALL RON FRENZ

CALL RON FRESNO

I WANT TO SEE THAT SORRY EXCUSE FOR AN EDITOR... *DANNY FINGEROTH!*

UH, NO CAN DO, AL OL' PAL! DANNY'S AT THE SAN DIEGO COMICS CON WITH ALL THE OTHER EDITORS!

I KNOW! I'M DUE TO BE THERE TOO, BUT I HAD TO STAY BEHIND UNTIL I FINISHED THIS BLAMED JOB--

--WHILE *HE* LOUNGES AWAY IN THE SUN.

BE THAT AS IT MAY, AL, WHILE DANNY'S AWAY, YOURS TRULY IS IN CHARGE OF THE ENTIRE *SPIDER-MAN* LINE!

YOU JEST! *YOU* REJECTED MY INCOMPARABLE ART?!

WELL, REJECTED HAS SUCH A CRUEL SOUND TO IT...

EXCUSE ME, HAS ANYONE HEARD FROM RALPH MACCHIO?

HE HASN'T CALLED FOR FIVE MINUTES--AND I'M WORRIED.

IN

DON'T WORRY, HARRAS, MAYBE NOBODY WOULD CHANGE A $100 BILL FOR THE PHONE.

I *LOVE* YOUR ART, AL! EVERYONE DOES! YOUR AWARD-WINNING COVERS ATTEST TO ITS GREATNESS!

BUT...WELL, AS ONE WHO COULD POSSIBLY--POTENTIALLY--FILL JIM SHOOTER'S SHOES ONE DAY (I'D HAVE TO PACK THE TOES WITH NEWSPAPER, OF COURSE) I HAVE A DUTY TO POSTERITY--

--TO PRODUCE IN DANNY'S ABSENCE THE MOST INCREDIBLE ISSUE OF *PETER PARKER* EVER SEEN!

NOW YOUR ART WAS OUTSTANDING... FOR ANY *AVERAGE* ISSUE OF *SPIDER-MAN!*

BUT, SINCE I'M IN CHARGE THIS MONTH, I HAD A *VISION...*

SOMEONE CALL?

LIKE I SAID... A VISION THAT THIS ISSUE--

--WHICH I'M SURE YOU'LL AGREE WAS PLOTTED IN BILL'S BEST "URBAN INSANITY" STYLE--

--COULD SOMEHOW BE... *DIFFERENT!*

WHAT?!? BILL AND I ARE A *TEAM*--THE BEST SINCE BILL AND GUICE, OR BILL AND HANNIGAN, OR BILL AND LEONARDI...

...OR BOB AND RAY!

AND JUST LOOK AT THE WORK I'VE ALREADY DONE FOR THIS ISSUE!

LOOK, BLAST YOU!

AL, THIS REALLY ISN'T NECESSARY...

YOU'RE ABSOLUTELY RIGHT, AL. THESE PAGES *ARE* GREAT...

GREAT?!? THEY'RE BETTER THAN GREAT!

NOBODY RENDERS BILL'S "GRIT AND GRIM" BETTER THAN I DO! *NOBODY* CAN CONVEY THE PECULIARLY PATHOLOGICAL PERSONALITIES HE WRITES ABOUT LIKE I CAN!

NO DOUBT ABOUT IT, AL-- THESE PAGES ARE *TOPS!*

AND, HAD DANNY BEEN IN TOWN, I'M SURE HE WOULD HAVE USED THEM (NO ASPERSIONS ON HIS EDITORIAL JUDGEMENT, OF COURSE)--

--BUT WHILE DANNY'S AWAY, IT'S *MY* TURN TO PLAY TOP BANANA, TO SEE *MY* NAME INDELIBLY ETCHED UPON THE MASTHEAD FOR ALL TIME...

...TO CONVEY *MY VISION* OF WHAT *PETER PARKER, THE SPECTACULAR SPIDER-MAN* SHOULD BE!

ANOTHER FALSE ALARM?

HMM...PERHAPS I SHOULD CHANGE MY NAME? THE *SPECTRE* HAS A NICE RING TO IT!

SO, IN SHORT, AL, I'M GONNA STICK TO MY GUNS ON THIS ONE--AND TRY A DIFFERENT APPROACH! YOU'LL GET PAID FOR YOUR PAGES--WE CAN ALWAYS PRINT 'EM IN EUROPE OR SOMEWHERE...

...BUT, SINK OR SWIM, THIS ISSUE OF ***SPECTACULAR SPIDER-MAN*** IS GONNA BE DRAWN BY THE ONE, THE ONLY--

HIM?!? YOU'RE REJECTING ***ME***-- FOR ***HIM***?!?--

--FRED HEMBECK!

SORRY I'M LATE, BOB, BUT I HAD A COLUMN TO FINISH FOR ***THE BUYER'S GUIDE.***

BUT, BOB--FRED'S A HUMOR ARTIST! A GREAT HUMOR ARTIST, TRUE--AND ONE OF THE BRIGHT LIGHTS OF THE COMIC FAN PRESS--BUT HE CAN'T DRAW A REGULAR--

HUSH, AL. YOU THINK TOO SMALL--THAT'S YOUR ***PROBLEM.*** FRED HERE IS JUST THE GUY TO--

--***EUREKA!***

ARE THEY OKAY?

"OKAY?" FRED! WHY, THEY'RE BEAUTIFUL! STUPENDOUS! SUPER-CHARGED AND POWER-PACKED!

THESE PAGES ARE ***EVERY-THING*** I HOPED THIS ISSUE WOULD BE!

%@☆XXX© FAN!

ONE OF YOURS, AL!

PLEASE, BOYS, NO BICKERING!

THERE'S NO DOUBT ABOUT IT! I'M GOING WITH A DECIDEDLY DIFFER-ENT APPROACH THIS ISH!

GREAT EDITORS HAVE TO TAKE GREAT RISKS!

BUT LET'S LET OUR ***READERS*** DECIDE IF I MADE THE RIGHT DECISION...

STAN LEE PRESENTS A TALE CALCULATED TO DRIVE YOU...

BUGS!

MEN CALL HIM... THE FEARSOME FLY!

HE'S MORE THAN A PEST. HE'S A MENACE.

ZZZZZZ

BILL MANTLO — STORY?

AL MILGROM — ART — PAGES 1-5, 21

FRED HEMBECK — PENCILS — PAGES 6-20

AL MILGROM & JIM MOONEY — ART — PAGES 22-23

JOE ALBELO — INKS — PAGES 6-20

JOE ROSEN — LETTERER

BOB SHAREN — COLORIST

DANNY FINGEROTH — INNOCENT OF ALL CHARGES

JIM SHOOTER — CONVENTION-EERING CHIEF

A BOB DENATALE PRODUCTION!

THE FANTASTIC FIGURE FLITS ABOVE NEW YORK HARBOR, NEVER STILL, SEARCHING, SEARCHING...

...UNTIL HIS MULTI-FACETED COMPOUND EYES LOCATE THAT WHICH HE SEEKS.

THERE!

A GARBAGE SCOW. IT SLIPS SECURELY THROUGH THE NIGHT, ON ITS WAY TO BROOKLYN'S LANDFILLS.

YOU HEAR SOMETHIN' UNUSUAL, NORTON?

ON A GARBAGE-RUN, RALPH, ALL YOUSE EVER HEARS IS THE BUZZIN O'...

...FLIES!!!

HE STRIKES FROM THE SKIES, SWIFTLY, SUDDENLY...

BUT, THEN, WHO COULD POSSIBLY ANTICIPATE THAT ANYONE WOULD TRY TO HIJACK...GARBAGE?!

ACH DU LIEBER!*

ZOOT ALORS!*

QUE PASA?*

GET 'IM!

*WELL, NEW YORK IS A MELTING POT--BOB.

I WANT YOUR CARGO! AND WHAT I WANT, I *GET!*

OUR CARGO? BUT ALL WE'RE HAULIN' IS--

...UNEXPECTEDLY!

--GARBAGE?!?

EXACTLY!

OH, GEEZ! WE'VE GOT US A REAL FRUITCAKE HERE!

OR SHOULD I SAY...FRUIT-*FLY*??

GGNNGGGG!

BZZZZZZZZ

JERK! YOU CAN'T SNEAK UP BEHIND A GUY WHOSE COMPOUND EYES LET HIM SEE 360°--

--OR WHOSE VIBRATING WINGS CAN CREATE AN *ULTRASONIC BACKLASH* TO DRIVE YOU AWAY!

AND NOW, WITH THE CREW OUTTA COMMISSION --

--THE *HUMAN FLY* CAN *FEAST!*

AND FEAST THE FEARSOME FLY DOES, ON OTHERS' LEAVINGS, CAST-OFFS, SCRAPS.

THIS IS MY DOMAIN! I'M *LORD* OF THE *FLIES!*

IT IS A REVOLTING REPAST...

...AND, AT LAST, THE DEPRAVITY OF HIS ACT IMPRESSES ITSELF UPON THE FLY.

NO! WHAT AM I DOING?!

WHAT HUMANITY THERE IS LEFT IN THIS INSIDIOUS INSECT-MAN REASSERTS ITSELF, AND THE FLY IS WRACKED BY A TIDAL WAVE OF SELF-DISGUST...

PTUI! PTUI! UGH!

...AND CRIES HIS PITIFUL ANGUISH TO THE NIGHT.

WHAT'S HAPPENIN' TO ME? I'M...DISGUSTING! INSTEAD OF JUST POSSESSIN' THE PROPORTIONATE POWERS OF A *FLY*, I'M VIRTUALLY *BECOMING* AN INSECT!

IN MIND AS WELL AS BODY, I'M NO BETTER THAN A... *BUG!*

THEY DID THIS TO ME! *SPIDER-MAN* WHO DROVE KIDNAPPER RICK DEACON -- THE MAN I ONCE WAS -- INTO A POLICE AMBUSH...

...AN' BIGTIME NEWSPAPER PUBLISHER *J. JONAH JAMESON* WHO FUNDED THE RESEARCH O' THAT WACKO DOCTOR, *HARLAN STILLWELL--*

--WHOSE NUTTY EXPERIMENTS NOT ONLY FIXED ME UP, BUT TURNED ME INTO... *THE FLY!**

**SEE AMAZING SPIDER-MAN ANNUAL #10 -- BOB.*

I KILLED STILLWELL -- BUT THE OTHER TWO... THEY'VE NEVER PAID FOR WHAT THEY DID!

TONIGHT THEY *WILL!*

AND, WHILE A'BUZZING THE FLY DOES GO...

...LEAVE US TURN OUR ATTENTION TO TWO OTHER COSTUMED CHARACTERS AS THEIR STAR-CROSSED ROMANCE CARRIES THEM THROUGH THE NIGHT.

SPIDEY, PLEASE STOP SWINGING AWAY FROM ME!

WE'VE GOT TO TALK!

HE, OF COURSE, IS THE **AMAZING SPIDER-MAN.**

SHE--A FORMER SECOND-STORY WOMAN GONE STRAIGHT--IS THE BEAUTEOUS **BLACK CAT.**

THEY ARE VERY MUCH IN LOVE WITH EACH OTHER...

...NOT THAT YOU COULD TELL FROM THE WAY THEY'RE ACTING.

LEAVE ME ALONE, CAT! I'VE GOT TO THINK...

YOU'VE BEEN THINKING ALL NIGHT!

TOO MUCH THOUGHT'LL GIVE YOU A MIGRAINE! BUT SOMETHING'S BOTHERING YOU ABOUT OUR RELATIONSHIP, AND I WANT TO KNOW WHAT IT IS--

CAT! YOU'RE IN MY **WAY!**

--NOWWWWW!

CAT, I-I'M SORRY! I DIDN'T MEAN...!

MY OWN FAULT. I GOT IN YOUR WAY, LIKE I MEANT TO.

ARE YOU HURT? THE WOUNDS YOU GOT FIGHTING DR. OCTOPUS, ARE THEY--?

THEY'RE FINE, LOVER! I'VE BEEN ON THE MEND FOR WEEKS, OR ELSE I WOULDN'T BE OUT AND ABOUT IN COSTUME!

EVERYTHING'S OKAY EXCEPT FOR MY HEART! YOU'RE BREAKING IT!

ALL I WANT IS TO BE WITH YOU. I KNOW MY LACK OF SUPER POWERS ALLOWED HOBGOBLIN TO ESCAPE, BUT I WAS JUST TRYING TO PROTECT YOU--! *

* SEE LAST ISSUE-- BOB.

I'M NOT BLAMING YOU, CAT! I LOVE YOU-- SO MUCH. MAYBE THAT'S THE PROBLEM!

YOU WANT TO PLAY SUPER HERO WITH ME! BUT YOU TRIED IT ONCE--

--AND GOT HURT... BAD! AND IT NEARLY HAPPENED A SECOND TIME! I- I DON'T THINK I COULD STAND TO SEE YOU HURT THAT WAY AGAIN!

OH, SPIDER-- IT'S *YOU* WHO'RE HURTING ME NOW!

HUH?

CAN'T YOU SEE THAT-- LIKE YOU-- I THRIVE ON DANGER... ON ADVENTURE! TO DENY ME THE CHANCE TO SHARE THE NIGHT WITH YOU--

--IS NOT ONLY TO DENY OUR LOVE, BUT TO DENY ME THE KIND OF... *EXCITEMENT*... WHICH GIVES MEANING TO MY LIFE!

CAT, I JUST WANT YOU TO STAY ALIVE!

I'M ALIVE AS THE *BLACK CAT!* DENY ME THAT AND I MIGHT AS WELL BE DEAD!

A-ALL RIGHT, CAT... WE'LL SHARE EVERYTHING! NO SECRETS! NO HOLDING BACK!

I'M GOING TO REVEAL TO YOU EVERYTHING THERE IS TO KNOW ABOUT ME--

--AND I'M GOING TO START BY SHOWING YOU WHERE I *WORK!*

THE NIGHTWINDS RUSH TO GREET THEM WHILE, BELOW, A CITY SLEEPS.

CORRECTION: NOT ALL THE CITY SLUMBERS.

-KLAK-KLAKITY-KLAK-DRIING!

THIS IS A GREAT METROPOLITAN NEWSPAPER.

DAILY BUGLE

IN FACT, IT'S HIS GREAT METROPOLITAN NEWS-PAPER.

HE'S ITS PUB-LISHER AND EDITOR-IN-CHIEF...

...J. JONAH JAMESON.

But I was... am... and always will be... a reporter! My beat is New York-- the Big Apple--a city I love to its core.

-KLAK

ITY-KLAK-DRIING!

Sometimes, though the core is rotten...

HMMM. I SEEM TO REMEMBER HAVING WRITTEN THOSE LINES SOMEWHERE BEFORE.

But I was...a
will be...a re
is New York--t
a city I love t
Sometimes, thou
is rotten...

WELL, IT'S A GOOD REPORTER WHO KNOWS WHEN TO GO WITH A PIECE--

Nifty Soda

--OR CONSIGN IT TO THE CIRCULAR FILE.

AND, WHILE EVERY-ONE'S FAVORITE PUBLISHER SITS AND WONDERS WHITHER HIS MUSE HAS FLOWN...

...THE SPECTACULAR SPIDER-MAN LEADS HIS LADY-LOVE TO HIS ALTER EGO'S PLACE OF EMPLOYMENT.

WELL... THERE IT IS!

THERE *WHAT* IS?

DAIL

THE DAILY BUGLE BUILDING--THE OFFICES OF THE GREAT METROPOLITAN NEWSPAPER WHERE I WORK!

WHERE YOU...WORK? I MEAN...DOING WHAT???

IN MY SECRET IDENTITY I'M A PHOTOJOURNALIST, CAT! THE PAY'S OKAY, AND I MOSTLY TAKE PIX OF MYSELF IN ACTION...

WAIT! STOP! HOLD IT! SECRET IDENTITY? PHOTOJOURNALIST? I-I DON'T GET IT!

I MEAN, ISN'T IT *ENOUGH* JUST BEING *SPIDER-MAN*?!?

WELL, GEE--I HAD ANOTHER LIFE *BEFORE* I WAS BITTEN BY A RADIOACTIVE SPIDER, CAT!

THAT LIFE DIDN'T CEASE WHEN I GAINED SPIDER-POWERS! BUT BEING SPIDER-MAN SORT OF GAVE ME A WAY TO DO GOOD AND A SAFETY VALVE--

--A WAY TO CUT LOOSE-- DENIED TO ORDINARY PEOPLE!

I...GUESS I JUST DON'T SEE IT! I MEAN, I KNOW I'M FELICIA HARDY--

--BUT, IN MY MIND I'M THE *BLACK CAT* TWENTY-FOUR HOURS A DAY!

THE CAT IS THE EXCITING, NIGHT SIDE OF ME--JUST LIKE YOUR BEING SPIDER-MAN IS WHAT'S SO EXCITING ABOUT YOU!

I... I DON'T UNDERSTAND WHY YOU'D WANT TO BE ANYONE ELSE!

CAT, I-- WAIT! MY *SPIDER-SENSE* IS TINGLING!

THERE'S DANGER!

OOOF!

ZZZZZZZ

DAILY BUGLE

WITH HIS COMPOUND EYES FIXED UPON THE DAILY BUGLE BUILDING, AND WITH SPIDEY AND THE CAT HIDDEN BY A ROOF-TOP ENTRANCE, THE OMNIVISUAL FLY FAILS TO SEE **ONE** OF HIS FOES...

...AS HE SWOOPS INTO THE BUGLE'S SEVEN-TEENTH FLOOR EDITORIAL OFFICES TO EXACT REVENGE UPON **AN-OTHER!**

JAMESON! I'VE COME FOR YOU, NEWSPAPERMAN!

NO! IT CAN'T BE! NOT HERE! NOT NOW! NOT--

..YOU!

HIM!

WHO?

AN OLD ENEMY OF MINE, CAT-- THE FLY. AND HE HATES SPIDER-MAN AND JONAH JAMESON MORE THAN ANYTHING IN THE WORLD.

AS THE WEB-SLINGER SHOOTS HIS WEB, HE RECALLS HOW THAT HATRED WAS BORN...

ONCE THE FLY WAS RICK DEACON, A PATHOLOGICAL PAROLEE WHO'D RETURNED TO CRIME.

YOU'RE TRAPPED, DEACON!

EITHER I LEAVE HERE, ALIVE, WALL-CRAWLER --OR MY HOSTAGE DIES!

BUT, ONCE OUTSIDE...

SPIDER-MAN SAVED THE HOSTAGE--

--AND THE POLICE GOT DEACON.

WE GOT HIM, CAPTAIN. NOBODY COULD'VE LIVED THROUGH THAT.

IF ONLY HE'D LISTENED TO REASON AND SURRENDERED QUIETLY.

BUT DEACON DID SURVIVE... JUST BARELY.

DYING ON HIS FEET, HE MADE IT TO THE LAB OF DR. HARLAN STILLWELL, WHERE HE OVERHEARD...

MAKE ME A HERO WHO CAN RIVAL SPIDER-MAN-- HIS SPIDER-SENSE, HIS ABILITY TO CLING TO WALLS, HIS SPEED AND SPIDER-STRENGTH...

...AND I'LL MAKE YOU RICH!

I WILL TRY.

AND WHEN JAMESON LEFT...

MAKE ME LAUGHING-BOY'S SUPER-STAR, DOC!

GIMME THE POWER TO PAY BACK SPIDER-MAN!

STILLWELL DID, ALTERING DEACON'S VERY PHYSIOLOGY, RECODING HIS GENETIC MAKEUP...

...UNTIL LOOSING UPON THE WORLD... THE HUMAN FLY!

THE FLY SLEW STILLWELL...

...ONLY TO HAVE HIS HEAD HANDED TO HIM IN HIS VERY FIRST BATTLE WITH SPIDER-MAN!

THE FLY KIDNAPPED MY BOSS ONCE BEFORE TO FORCE ME TO FIGHT HIM!

DAILY B

SO HERE I GO AGAIN! AS BIG A THORN AS JAMESON'S BEEN IN MY SIDE, EVEN HE DESERVES BETTER THAN TO BE SNUFFED BY THE FLY!

YOU STAY HERE, CAT. THINGS COULD GET DANGEROUS.

STAY BEHIND? NO WAY! A MINUTE AGO YOU TOLD ME YOU WERE GOING TO SHARE *EVERYTHING!*

WE'RE A *TEAM* NOW, LOVER--AND YOU'D BETTER GET USED TO IT!

A CHILL GRIPS SPIDER-MAN. HE PRAYS THAT JONAH'S IS THE ONLY LIFE HE'LL HAVE TO SAVE TONIGHT.

AND INSIDE JAMESON'S OFFICE...

IT WAS YOUR MONEY AND STILLWELL'S CRAZY CHEMICALS THAT MADE ME WHAT I AM, JAMESON!

I'VE ALREADY PUNISHED STILLWELL --PERMANENTLY!

NOW IT'S *YOUR* TURN!

WAIT! WHY DO YOU HATE *ME*? YOU WERE DYING UNTIL THE EXPERIMENTS I FUNDED GAVE YOU *LIFE* --AND *POWER!*

BUT THEY ALSO MADE ME MORE *BUG* THAN *MAN!*

NOW I'M GONNA...

SUDDENLY, HE DROPS JONAH...

...HIS ATTENTION DISTRACTED BY...

Nifty

...GARBAGE.

I-I-I... I CAN'T RESIST IT!

GAD! THE FLY'S BEEN DRAWN TO THAT SPILLED SODA--

--JUST LIKE A *REAL* FLY WOULD BE!

DO YOU SEE WHAT YOUR MONEY HAS DONE TO ME, JAMESON? INSTINCTS I CAN'T CONTROL MAKE ME CRAWL LIKE AN INSECT!

I'M DRAWN TO FEAST ON REFUSE!

I'VE BECOME DISGUSTING, NEWSPAPERMAN! *DISGUSTING!!*

I'VE GOT NEWS FOR YOU, FLY-- FROM WHERE I SIT...

...I DON'T NOTICE ANY CHANGE!

COMING AT ME FROM BEHIND-- *SPIDER-MAN!*

YOU DIDN'T SURPRISE ME, WALL-CRAWLER, BUT YOU DID SHOCK ME OUT OF THAT BOUT OF SELF-PITY--

--NOW I CAN GET THE BOTH OF YOU AT ONCE!

WATCH THE FURNITURE! WATCH MY NOTES!

NOW REVENGE IS GONNA BELONG TO THE FEARSOME FLY!

MY, WE'VE BECOME ALLITERATIVE LATELY, HAVEN'T WE, DEACON?

WATCH MY HEAD!

IT'S TOO BAD STILLWELL DIDN'T GIVE YOU THE PRO-PORTIONATE POWER OF A FLEA!

ZZZZZZZ

THEN YOU COULD GO AROUND CALLING YOURSELF... THE LOATHSOME LOUSE!

GO ON--JOKE, WALL-CRAWLER! SOON YOU'RE GONNA BE LAUGHIN' OUTTA THE OTHER SIDE O' YER MOUTH!

YOU THINK THE FLY'S IMPLYING THAT MY BOYFRIEND IS TWO-FACED?

THEY'RE WRECKING MY OFFICE! THEY'RE...

EGAD! SOMEONE *ELSE* IN COSTUME!

I DESIGNED IT MYSELF! LIKE IT?

I FIND IT WEARS WELL WHILE I'M HELPING OUT MY DARLING SPIDER!

BOYFRIEND? DARLING SPIDER? SPIDER-MAN AND THE BLACK CAT... LOVERS??

OH, NO! DOES THIS MEAN THAT ONE DAY I'M GOING TO BE PLAGUED BY ...SPIDER-KITTENS?!

EH? WHO--?

THEY CALL ME THE BLACK CAT, BUG-EYES --ONCE THEY'VE STOPPED DROOLING!

CAT! GO AWAY! YOU DON'T KNOW THE FLY'S POWER!

ZZZZZZ

OHHH!

MY DADDY THE CAT BURGLAR ALWAYS TAUGHT ME THERE'S NO BETTER WAY TO LEARN THAN HANDS-ON EXPERIENCE--!

NEITHER DID YOU, LOVER, 'TIL YOU FOUGHT HIM YOURSELF!

DID YOUR DADDY ALSO TEACH YOU THAT THERE'S NO BETTER WAY TO DIE!

THAT'S IT, WALL-CRAWLER. KEEP COMIN'!

YOU CAN'T FOOL ME THE SAME WAY TWICE, SPIDER-MAN.

PARDON ME IF I DON'T LET YOU GRAB ME.

BLAST THAT 360° VISION OF YOURS!

THE FLY VIBRATES HIS WINGS, AND --

STAIRS

ZZZZZZZZ

EEYOW!

SPIDER!

HE'S BEING DRIVEN THROUGH THE DOOR THAT LEADS TO--

"-- THE STAIRWELL DOWN TO THE PRESS ROOMS!"

GO AHEAD, WEB-SLINGER-- RUN! I'LL CATCH YOU NO MATTER *WHERE* YOU GO!

WHO'S RUNNING? THIS IS A TACTICAL MANEUVER TO LEAD THE FLY AWAY FROM THE CAT!

DON'T WORRY, SPIDER! I'M COMING!!

STAIRS

NNNNNN

SCANT SECONDS AHEAD OF THE FLY, SPIDER-MAN PINWHEELS INTO THE DEAFENING PRESS ROOMS OF THE DAILY BUGLE...

CLEAR THE PRESSES, BOYS! I'M COMING DOWN WITH A NEW STORY FOR THE MORNING EDITION! REMAKE THE HEAD-LINE TO READ *THE SPIDER AND THE FLY!* CATCHY, HUH?

THAT'S ONE STORY *YOU* AIN'T NEVER GONNA GET TO READ, WALL-CRAWLER!

IT'S *SPIDER-MAN!!*

BUT WHO'S THAT AFTER HIM?!

AFTER TODAY, YOU AND EVERYBODY ELSE'LL KNOW WHO THE FEARSOME *FLY* IS--

-- THE GUY THAT KILLED *SPIDER-MAN!*

ZZZZZZZZ

AND JUST THINK, BOYS... *YOU ARE THERE!*

OH, NO WE AIN'T! LATE FOR MY LUNCH!

FIGHTIN' FREAKS LIKE THE FLY IS *YOUR* JOB!

PRINTIN' NEWSPAPERS IS OURS...AN' I SUDDEN-LY REMEMBERED--THIS IS OUR *COFFEE BREAK!*

AGAIN...

...HIS ABHORRENT APPETITE FOR REFUSE SWEEPS OVER THE FLY!

OH, GEE-- I'VE ALREADY EATEN!

WELL, I HAVEN'T!!

ZZZ

SPIDER-- CATCH!

THWIP

BLAST! THE ROLLING PRESS THREW MY AIM OFF!

U-ULP!

ZZZZZZ

JAMESON! YOU'VE TAKEN EVERYTHING FROM ME--

--BUT YOU AIN'T GONNA TAKE MY LUNCH!!!

NOW YOU'RE GONNA *MAKE* NEWS, NEWSMAN!

TOMORROW'S HEADLINE IS GONNA READ *BLOOD-RED!*

NO! SOMEBODY-- ANYBODY-- *HELP!*

HELP IS ON THE WAY, JONAH!

=OOOOFF!= TOO LATE, WEB-MAN! YOU JUST MADE ME DROP HIM THAT MUCH SOONER!

THWIP!

BUT I ALSO GOT HIM AWAY FROM YOU -- TO WHERE MY WEBBING CAN SAVE HIM!

WRONG, HOT SHOT!

AGAIN, THE FEARSOME FLY VIBRATES HIS WINGS...

ZZZZZZ

...AND THE ULTRA-SOUND TEARS SPIDER-MAN'S AMAZING WEB-LINE APART.

NO! I'VE LOST JONAH!

HAVE NO FEAR, LOVER-MINE--

--I'VE FOUND HIM!

THAT'S IT, FLY! FOR DRAWING MY LADY INTO DANGER--

--HERE'S WHERE YOU GET SWATTED!

KA-POW

AGAIN AND AGAIN THE RAGE-FILLED SPIDER-MAN STRIKES UNTIL THE FLY SUCCUMBS, NEARLY SENSELESS, TO HIS BLOWS.

SOON...

YOU HURT ME, SPIDER-MAN-- YOU HATE ME--'CAUSE THEY MADE ME MORE *BUG* THAN *MAN!* BUT YOU WAIT-- SOMEDAY YOUR POWERS ARE GONNA GO SCREWY! SOMEDAY, *SPIDER-MAN*, YOU'RE GONNA BE JUST LIKE *ME!*

JAMESON, I DON'T CARE WHAT IT COSTS YOU, BUT YOU'D BETTER SEE TO IT THAT WHATEVER WAS DONE TO THE FLY GETS *UN*DONE--BECAUSE NEXT TIME I'M GONNA LET HIM *HAVE* YOU!

C'MON, CAT! LET'S GET BACK TO THE *NIGHT!*

MMM. MOLDY CHEESE. GOOD SANDWICH.

AND, AS THE SPECTACULAR SPIDER-MAN AND HIS LADY PREPARE TO LEAP AWAY...

...THE STORY YOU ARE READING IS RIPPED VIOLENTLY OUT OF ITS ASSISTANT EDITOR'S HANDS!

DENATALE-- WHAT IS THIS NONSENSE??!??

NO, I'VE LOST JONAH

HAVE NO FEAR LOVER MINE

SOON

YOU HURT ME SPIDER- YOU HAVE ME MADE ME M...

I'VE FOUND HIM

BUT I ALSO GOT HIM AWAY FROM YOU SO WHERE MY WEBBING CAN SAVE HIM

WRONG, HOT SHOT

AND THE ULTRA SOUND WAVES SPIDER-MAN'S AMAZING WEB EMIT ARE ABOUT-

THAT'S IT FLY, BOY! DRAGGING THE LADY INTO DANGER

KA-POW

HERE'S WHERE YOU GET SMARTED!

AGAIN AND AS THE RAGE SPIDER-

DANNY! OH, GREAT ONE! LIGHT OF THE UNIVERSE! VOICE OF AUTHORITY! Y-YOU'RE BACK?!!

I GOT WRITER'S CRAMP SIGNING AUTOGRAPHS AT THE CONVENTION, SO THEY SENT ME HOME!

BUT...WHERE'S THE ART I COMMISSIONED FROM AL MILGROM FOR SPECTACULAR SPIDER-MAN #86? AND WHAT IS THIS... THIS *SILLINESS*?!

HEH- HEH- HEH...

DOOMED!

WELL, YOU SEE, DANNY, I DECIDED...I MEAN, I THOUGHT I'D TAKE A CHANCE IN YOUR ABSENCE TO TRY SOMETHING NEW, AND SO...

SO YOU HAD *FRED HEMBECK*-- FUNNY FAN ARTIST SUPREME-- DRAW AN ENTIRE ISSUE OF *PETER PARKER*???

OH, MY ACHING ADENOIDS! DO YOU HAVE ANY IDEA WHAT JOVIAL *JIM SHOOTER* IS GOING TO *DO* TO US WHEN THIS STORY HITS THE NEWSSTANDS?!?

IMAGINE MT. ST. HELENS IN A BROOKS BROTHERS SUIT!

BUT, WAIT! MAYBE THERE'S STILL A CHANCE TO SALVAGE *SOMETHING!*

MILGROM! DID YOU FINISH *ANY* OF THIS JOB BEFORE MY MOUSE-BRAINED ASSISTANT STOPPED YOU??

WELL, ALL THAT'S INKED ARE THE LAST TWO PAGES.

IT'S A LUCKY THING JIM WORK *BACKWARDS*, MILGROM!

GIMME!!!

YES! *YES!*

THE POWER...THE PATHOS ...THE *PASSION* AS SPIDEY AND THE BLACK CAT SWING AWAY FROM THE DAILY BUGLE BUILDING...!

PERHAPS OUR READERS WON'T MIND THE *REST* OF THE STORY IF WE END IT WITH *THIS*...

DON'T FORGET, JONAH.

I WON'T. I *WON'T!*

LATER, ON A MOONLIT ROOFTOP...

SO THAT WAS WHERE YOU WORK? GEE, IS IT ALWAYS SO MUCH FUN?

I DON'T USUALLY PUNCH IN IN MY COSTUMED CAPACITY, CAT.

OH, RIGHT... YOU'RE SILLY SECRET IDENTITY...

...WHOEVER IT IS YOU ARE UNDER THAT SEXY MASK OF YOURS!

WELL, WE'VE COME THIS FAR! WHAT NEXT?

AREN'T YOU GOING TO SHOW ME... WHERE YOU *LIVE*?

TAKE YOU... HOME?

SURE! YOU'VE BEEN TO *MY* PLACE! WHY SHOULDN'T I SEE YOURS?

I PICTURE A BIG WEB-HAMMOCK FOR US TO CURL UP AND CUDDLE IN, AND--

CAT, I...

LET ME *THINK!*

I... WELL, OKAY!

HE DRAWS AWAY FROM HER...

...INTO HIMSELF.

WHAT'S THE MATTER, HERO? DO IT!

BUT IT MEANS REVEALING MY SECRET IDENTITY!

BUT WE'RE TALKING ABOUT THE *BLACK CAT!*

HOW CAN YOU *LOVE* HER AND NOT *TRUST* HER?

THEN IT'S ABOUT TIME SHE LEARNED!

ALL RIGHT, CAT! I'M READY!

READY, LOVER? BUT...FOR WHAT?

I *DO* LOVE HER *AND* TRUST HER...I THINK!

BUT SHE LOVES ME AS *SPIDER-MAN!*

SHE DOESN'T EVEN *KNOW* PETER PARKER!

TO OPEN UP MY ENTIRE LIFE TO YOU, LOVELY LADY!

TO MAKE YOU PRIVY TO MY EVERY SECRET!

TO TAKE YOU... *HOME!*

NEXT • MONTH • **MISTAKEN IDENTITIES!**

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

MILGROM

Stan Lee PRESENTS PERHAPS THE MOST SPECTACULAR SPIDER-MAN STORY YOU'RE EVER LIKELY TO READ!

MISTAKEN IDENTITIES!

A MOMENT AGO, A MONUMENTAL DECISION HAD BEEN MADE. NOW IT IS VOICED...

CAT, MY DARLING, THE TIME HAS COME FOR ME TO SHOW YOU... MY HOME!

BOISTEROUS BILL MANTLO STORY / AMIABLE AL MILGROM ART / GENTLEMAN JIM MOONEY INKS / DASHING D. ALBERS LETTERS / CHARMING C. SCHEELE COLORS / DARING DANNY FINGEROTH EDITOR / JUMBO JIM SHOOTER CHIEF

HOME? *YOUR* HOME? I MEAN...WHERE YOU LIVE? REALLY?

REALLY!

TAKING THE BLACK CAT IN HIS ARMS, THE AMAZING SPIDER-MAN LEAPS OUT INTO SPACE.

THEY FALL-- BUT NOT FAR, FOR HIS INCREDIBLY SLENDER, IMPOSSIBLY STRONG WEB-LINE SHOOTS FORTH...

...AND CARRIES THEM ACROSS THE CANYONS OF THE CITY.

THESE ARE THE MOMENTS FELICIA HARDY LIVES FOR ... WHEN SHE SWINGS THROUGH THE CONCRETE CANYONS OF NEW YORK BESIDE HER SPIDER-MAN!

2

CAT??!

HE LOVES HER.

...IS THEIRS!

SHE LOVES HIM.

SHE LEAPS FROM HIS ARMS INTO THE EVENING'S EMBRACE.

SHE REVELS IN THE ROMANCE OF IT.

THE NIGHT...

HER JOY KNOWS NO BOUNDS.

3

MMMM! LET'S SWING LIKE THIS 'TIL SUNRISE!

I'D LOVE TO, CAT--

--BUT WE'RE...

HOME!

HOME?

YOU LIVE ON A ROOF-- TOP??

THIS IS MY BUILDING, CAT. THE ENTRANCE TO MY APARTMENT IS THROUGH THIS SKYLIGHT.

APRES TOI, MA CHERI!

THIS... IS WHERE YOU LIVE?

UH-HUH! RENT'S CHEAP. SOME-THING WRONG?

WRONG? OH, NO! IT'S JUST THAT I WAS EXPECTING...

...WELL, SOMETHING MORE ALONG THE LINES OF A *SPIDER-CAVE* OR A *FORTRESS OF SPIDERTUDE!*

NOT A... *BATH-ROOM!*

4

HEY! I TOOK THIS PLACE PARTLY 'CAUSE IT HAD A WAY I COULD ENTER AND LEAVE AS SPIDER-MAN UNSEEN!

ONLY WAREHOUSES AND FACTORIES OVERLOOK THIS ROOFTOP--AND THEY'RE EMPTY AT NIGHT!

C'MON DOWN--AND DROP THE SKYLIGHT BEHIND YOU!

THE CAT FOLLOWS ...UNEASY.

GOTCHA!

HARDLY THE RAINBOW BRIDGE, HUH? BUT, THEN, MY APARTMENT'S A FAR CRY FROM THOR'S HALLOWED HALLS OF ASGARD!

STILL, BE IT EVER SO HUMBLE--

--THERE'S NO PLACE LIKE HOME!

5

I...DON'T GET IT!

I MEAN, YOU'RE *JOKING*, RIGHT?

HUH?

LOVER, YOU'RE *SPIDER-MAN*-- FAMOUS THE WORLD OVER AS A FEARLESS FIGHTER OF CRIME! HOW CAN A *HERO* LIKE YOU LIVE *HERE*??! *HERE*??!

I HAVE TO LIVE *SOMEWHERE*, FELICIA!

I SHOWED YOU WHERE I *WORK*!* THIS WAS THE ONLY PLACE I COULD AFFORD ON A PHOTOJOURNALIST'S PAY!

BEING SPIDER-MAN HASN'T MADE ME *RICH*, Y'KNOW!

WHY NOT?!

'CAUSE THAT'S NOT WHAT I DO IT FOR!

THEN WHY *ARE* YOU SPIDER-MAN?!

*LAST ISH -- DANNY.

WHY?

I WAS AN ORPHAN, CAT, RAISED BY THE BEST AUNT AND UNCLE IN THE WORLD.

LOVING ME LIKE A SON, THEY GAVE ME ALL THE AFFECTION ANY KID COULD EVER ASK FOR...

...ONLY THEY COULDN'T GIVE ME FRIENDS.

I WAS THE SHY, BOOK-WORMISH TYPE --TAUNTED AND TEASED ALL THROUGH SCHOOL.

BUT MY INTEREST IN SCIENCE SUSTAINED ME--GAVE ME A SENSE OF SELF-WORTH MY CLASSMATES DENIED ME.

THAT INTEREST LED, ONE DAY, TO A ONE-IN-MILLION CHANCE EVENT--TO MY BEING BITTEN BY A *RADIOACTIVE SPIDER!*

THE ARACHNID DIED--BUT NOT BEFORE ITS BITE HAD GRANTED ME AMAZING, FANTASTIC *POWERS!*

I GAINED THE PROPORTIONATE STRENGTH, SPEED AND AGILITY OF A SPIDER! I COULD WALK UP WALLS, CLING TO ANY SURFACE! I HAD A SPIDER-SENSE WHICH ALERTED ME TO DANGER!

7

I SOON DONNED A COSTUME, CREATED MY WEB-FLUID AND BEGAN TO CAPITALIZE ON MY UNIQUE POWERS.

IN SO DOING, I FORGOT THAT...WITH GREAT POWER COMES GREAT RESPONSIBILITY.

LOOKING OUT FOR NUMBER ONE, I LET A TWO-BIT BURGLAR --WHOM I COULD EASILY HAVE HELPED CAPTURE--ESCAPE.

I DID FINALLY CATCH HIM SEVERAL NIGHTS LATER--

--BUT NOT BEFORE HE'D *MURDERED* MY UNCLE BEN.

SO I'M *NOT* SPIDER-MAN FOR FAME OR FORTUNE.

I DON'T DO IT 'CAUSE OF THE THRILL OF IT ALL OR 'CAUSE I GET OFF ON DANGER.

I'M A HERO 'CAUSE IT'S MY *DUTY* TO BE ONE, 'CAUSE FATE ONE DAY DECIDED TO GIVE A LONELY KID THIS GREAT GIFT OF POWER--

8

--AND TURN HIM INTO PETER PARKER, THE SPECTACULAR SPIDER-MAN!

SO NOW YOU KNOW, CAT. I'VE NEVER REVEALED MY IDENTITY TO ANY-ONE BEFORE. I'M TELLING YOU NOW BECAUSE I LOVE YOU--

--AND BECAUSE FROM NOW ON WE'RE GONNA SHARE OUR LIVES TOGETHER.

SP-SPIDER...

YES, MY DARLING?

Y-YOUR MASK...

...PLEASE...

...PUT YOUR MASK BACK ON!!!

9

CAT? WHAT'S THE MATTER? WHAT DID I SAY?

I-I WANTED TO SHARE EVERYTHING WITH YOU!

I DIDN'T WANT THERE TO BE ANY SECRETS BETWEEN US!

I LOVE YOU!

AND I LOVE YOU... SPIDER-MAN!

OH.

I GET IT.

AS PETER PARKER I LEAVE YOU COLD.

IT'S SPIDER-MAN WHO TURNS YOU ON.

YES! I MEAN, WHO YOU ARE --WHERE YOU LIVE WHEN YOU'RE NOT SPIDER-MAN --ALL THAT'S UNIMPORTANT!

WEARING THAT MASK, YOU'RE MY MAN OF MYSTERY!

YOU'RE THE NIGHT AND EXCITEMENT AND DEATH-DEFYING ADVENTURE!

COME WITH ME, LOVER-- OUT INTO THE NIGHT...

...WHERE WE CAN *BOTH* BE WHO WE TRULY ARE!

10

THE CAT LEAPS AWAY.

SPIDER-MAN STANDS STUNNED.

SHE LOVES HIM. SHE LOVES SPIDER-MAN. BUT HE'S **BOTH** PETER PARKER **AND** SPIDER-MAN.

HOW CAN SHE LOVE **ONE** AND **NOT** THE OTHER?

HOW CAN HE **BE** ONE AND NOT THE OTHER?

ANGRY, HURT, CONFUSED...

...THE AMAZING SPIDER-MAN SWINGS OUT INTO THE NIGHT ON THE TRAIL OF HIS LADY.

SO MUCH HAPPENING AT ONCE. WHAT WITH THAT MYSTERIOUS -- AND INCREDIBLY POWERFUL -- SPIDER-SENSE TINGLE I GOT RECENTLY, WARNING OF MASSIVE DANGER I CAN'T EVEN LOCATE*...

...AND THEN THE TOTAL LOSS OF MY SPIDER-SENSE, THANKS TO THE HOBGOBLIN'S NUTTY GAS* ...AND THE FACT THAT HOBBY MIGHT BE LURKING ANYWHERE, I'VE GOT ENOUGH ON MY MIND AS IT *IS*! I SURE DON'T NEED *THIS* CONFLICT!

*SEE AMAZING SPIDER-MAN #249 -- DANNY.

BUT I *DO* NEED *FELICIA*!

CAT!

OH, DON'T BE MAD AT ME, LOVER! I KNOW I SHOULD HAVE LEAPT UP OUT THROUGH THE SKYLIGHT--

--BUT THAT'S JUST NOT THE BLACK CAT'S STYLE!

BUT IF ANYONE HAD SEEN YOU...!

THEY WOULD HAVE BEEN THRILLED TO FIND OUT THEY HAD *SPIDER-MAN* FOR A NEIGHBOR!

I TRUSTED YOU WITH MY SECRET!

AND I'LL NEVER BETRAY YOU, LOVER!

IF YOU WANT TO MAINTAIN SOME SILLY SECRET IDENTITY, I UNDERSTAND... I REALLY DO!

BUT LET'S NOT LET THAT GET IN THE WAY OF WHAT WE'VE GOT, HMMM?

FELICIA, HOW CAN I STOP BEING WHO I AM? HOW CAN I GIVE UP BEING ME??

BE YOU-- THE YOU I LOVE--MY *SPIDER-MAN!*

LEAVE YOUR OTHER SELF FOR THE DAY, IF YOU MUST...

...BUT LET THE *NIGHT* BE OURS!

HOLY SMOKES!

EVERY OTHER WOMAN I'VE LOVED--I LOVED AS *PETER PARKER!* THE FACT THAT I WAS *SPIDER-MAN* ALWAYS *INTERFERED!*

BUT THE CAT LOVES ME *AS* SPIDEY! I SHOULD BE ECSTATIC, RIGHT?

12

SWASHBUCKLERS by MANTLO/GUICE

IF I'M GONNA BE HONEST, I'D HAVE TO ADMIT...

...THAT IT'S AS SPIDER-MAN THAT I FEEL THE MOST *FREE*, THE MOST *ALIVE!*

IT'S *SPIDER-MAN* I ENJOY BEING MOST! IT'S *SPIDER-MAN* WHO'S PETER PARKER'S RELEASE FROM THE HUMDRUM WORLD ALL AROUND!

IT'S *SPIDEY* THE CAT'S FASCINATED WITH... AND WHY NOT?

AFTER ALL, ISN'T MY BEING PETER PARKER A DRAG? DIDN'T I CHUCK SCHOOL 'CAUSE IT WAS WEARING ME DOWN--SO I COULD SPEND *MORE* TIME IN COSTUME?

MAYBE I WAS *MEANT* TO BE SPIDER-MAN...

...AND *ONLY* SPIDER-MAN!

MAYBE IT'S SOMETHING I'VE ALWAYS BEEN AFRAID TO CONSIDER... UNTIL *HER!*

MMMM! NOW *THAT'S* THE MAN I LOVE!

SUDDENLY...

BLAM

EEEEEEEEEEEEE

A GUNSHOT!

AND SCREAMS-- FROM THE STREET BELOW!

13

YOU STAY HERE, CAT...!

NO WAY! WE'RE *PAST* THAT, REMEMBER, LOVER?

WE SHARE EVERYTHING TOGETHER NOW-- THE DELIGHT *AND* THE *DANGER!*

THERE'S NO TIME TO ARGUE. I CAN'T STOP YOU, BUT I WISH YOU WOULDN'T! I'VE LET YOU RISK YOUR LIFE TOO *OFTEN!*

YOU DIDN'T *LET* ME DO ANYTHING! THE BLACK CAT DOES WHAT SHE PLEASES!

THEN JOIN ME. BUT BE CAREFUL! UNDERSTAND?!

I UNDERSTAND, SPIDER! AND I'LL MAKE YOU PROUD OF ME!

JUST WATCH!

JUST WATCH!

CALM DOWN, CAT! WE DON'T KNOW WHAT WE'LL BE FACING.

14

BELOW...

HELP! WON'T SOMEBODY HELP ME? THEY'VE SHOT MY HUSBAND!

STUPID! SHOUDN'T HAVE RESISTED!

1 HR. PARKIN

SHOULD HAVE GIVEN THEM WHAT THEY WANTED!

WHATEVER YOU GAVE THEM, PAL, WE'LL GET IT BACK!

SPIDER-MAN!

AND THE BLACK CAT!

WHICH WAY DID THEY GO, HONEY?

TH-THAT WAY!

THE POLICE ARE HERE. THEY'LL GET HIM TO A DOCTOR.

LET'S MOVE, CAT!

AHEAD...

WHAT A GOLD MINE!

I TOLD YA... TOURISTS ALWAYS CARRY CASH, CREDIT CARDS, CAMERAS...!

LET'S SPLIT THE DOUGH--

--AN' FENCE THE REST...

...BEFORE SOMEBODY *CATCHES* US!

FAMOUS LAST WORDS.

SPIDER-MAN!

16

DON'T LET THE *LIGHT* OF MY BOYFRIEND'S *SPIDER-SIGNAL*--

--BLIND YOU BOYS TO THE PRESENCE OF THE *CAT!*

SHALL WE SIC 'EM, LOVER?

THAT'S WHAT WE'RE HERE FOR, CAT.

ALL RIGHT, THEN--

--TOGETHER!

17

T-TOGETHER?

NO! HELP!

MOMMA!

TH-THEY NEVER TOUCHED US! THEY'RE PLAYIN' GAMES -- JIVIN' US!

NOBODY SPOOKS *ME* AN' LIVES T'TELL...!

POW!

SPOK!

MAYBE FELICIA'S GOT A POINT. IT IS MORE FUN DOING THIS SORT OF WORK *WITH* SOMEBODY ELSE!

18

MAYBE I'VE BEEN A *LONER* TOO LONG?!

PARDON MY ATHLETE'S FEET, BOYS!

HE'S EVERYTHING I'VE EVER WANTED IN A MAN!

I'LL GET YOU YET, CAT-LADY!

SPIDEY'S WONDER-FUL, FEARLESS!

HE JOKES IN THE FACE OF DANGER.

I'M AFRAID NOT, FRIEND!

HUH...?

THAT WAS STRIKE THREE!

EVERYTHING... AND *MORE!*

SWOK!

YOU'RE *OUT!*

19

GET 'EM! RUSH 'EM!

THERE'S ONLY *TWO* OF 'EM!

THEY CAN'T TAKE US ALL!

IS THAT TRUE, LOVER?

YUP, CAT...

...WE'RE HOPELESSLY *OUTNUMBERED!*

20

LOVER, WE DID IT! WE BEAT THEM ALL!

ALL IN A NIGHT'S WORK--*CAT!* ARE YOU OKAY?!

JUST... A LITTLE WINDED... I'VE ONLY BEEN OUT OF THE HOSPITAL A FEW WEEKS, YOU KNOW!

BUT I DID OKAY, DIDN'T I, LOVER?

CAT, YOU DID JUST FINE!

LET ME TAKE YOU HOME NOW. MY PLACE IS ONLY A FEW BLOCKS AWAY...

N-NO, LOVER, PLEASE--

--*MY* PLACE!

RIGHT. WHERE SHE WON'T HAVE TO BE REMINDED OF *MY* BORING *OTHER* IDENTITY! IT'S *SPIDER-MAN* SHE LOVES --NOT *PETER PARKER!*

AND WHY NOT? I'M ENTITLED TO SOME HAPPINESS... TO SOMEONE TO LOVE. IF SHE DOESN'T WANT TO KNOW FROM PETER PARKER... SO BE IT!

WHATEVER YOU WANT, DARLING.

I LOVE YOU, CAT.

AND I LOVE YOU...

21

...MY SPIDER-MAN!

SOMEWHERE ABOVE THE CONCRETE CANYONS...

...TWO LOVERS GIVE THEMSELVES OVER TO THE NIGHT.

RIINNGGG

SOMEWHERE, UNNOTICED, UNHEARD, A TELEPHONE RINGS.

THE CALL IS FOR PETER PARKER.

RINNGGG

BUT TONIGHT, THERE IS NO PETER PARKER. TONIGHT THERE IS ONLY SPIDER-MAN.

RINNGGG

TONIGHT... AND FOR HOW MANY NIGHTS TO COME...?

NEXT: AND JUST IN CASE YOU THOUGHT OUR STAR-CROSSED LOVERS DIDN'T HAVE ENOUGH PROBLEMS... ENTER: THE COBRA & MISTER HYDE!

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

MILGROM

Stan Lee PRESENTS: PETER PARKER, THE SPECTACULAR SPIDER-MAN IN...

HYDE AND SEEK!

HURRY WITH THAT *RIOT-GEAR!* FOR HEAVEN'S SAKE-- *HURRY!!!*

THROOM THROOM THROOM

BILL MANTLO
STORY
AL MILGROM & JIM MOONEY
ART
DIANA ALBERS
LETTERS
BOB SHAREN
COLORS
DANNY FINGEROTH
EDITOR
JIM SHOOTER
CHIEF

THE GUARDS SERVING AT RYKER'S ISLAND CORRECTIONAL FACILITY ARE SCARED. THEY HAVE EVERY REASON TO BE...

...FOR ONE OF THE CONVICTS IN THEIR CUSTODY HAS BROKEN FREE THIS NIGHT, AND A SIX INCH SOLID STEEL WALL MAY NOT BE ABLE TO **STOP** HIM!

HURRY! HE'S COMING!!

HE SAID HE WON'T STOP UNTIL WE ACCEDE HIS *DEMANDS!*

WHAT ARE THEY? WHAT DOES HE WANT?!!

HE WANTS US TO HAND OVER THIS INMATE... KLAUS VOORHEES... *THE COBRA!*

NO! I TOLD YOU THIS WOULD HAPPEN! I TOLD YOU IT WAS INSANE TO KEEP US IN THE SAME INSTITUTION!

I TOLD YOU HE'D FIND SOME WAY OF *KILLING* ME!

NO ONE'S KILLING ANYONE, COBRA! THIS PRISON MAY NOT HAVE ALL THE FACILITIES IT ONCE HAD FOR CONTAINING SUPER-VILLAINS--

--BUT MY GUARDS HAVE MUSTERED ENOUGH FIREPOWER TO DRIVE BACK AN *ARMY!*

THAT'D BE FINE... IF THEY WERE FACING AN ARMY!

BUT WE'RE NOT TALKING ABOUT AN ARMY HERE!

WE'RE TALKING ABOUT... *MISTER HYDE!*

THOOM

L-LOOK! THE DOORS ARE SHAKING ON THEIR HINGES!

THROOM

TH-THEY'RE BUCKLING...

KATHROOM

2

IT'S HYDE! HE'S HERE!!!

GIVE ME... THE COBRA!!

NO! I WON'T BE COMMANDED IN MY OWN PRISON!

GUARDS! FIRE THE GAS-GREN-ADES!

YOU HEARD THE WARDEN!

WE HEARD-- BUT WHAT GOOD IS GAS GOING TO DO AGAINST A MONSTER LIKE HYDE?!

IF HE BREATHES ENOUGH OF THIS STUFF, IT'S GOTTA SLOW HIM DOWN!

PWOOM

PWOOM

PWOOM

FWOOSH!

THERE, COBRA! ARE YOU SATISFIED NOW?

WE KNEW YOUR FRIEND HYDE HAD TO BE KEPT HEAVILY SEDATED -- WE JUST UNDERESTIMATED THE NECESSARY DOSE OF TRANQUILIZER GAS...

YOU FOOLS! YOU FOOLS! YOU KNOW NOTHING-- NOT ABOUT...

...HYDE!!!

I'M COMING FOR YOU, COBRA!

3

HELP ME! IF YOU'LL ONLY LOOSEN THIS BODY-SHACKLE, I'D BE ABLE TO SAVE MYSELF BY SLITHERING AWAY!

RELAX, COBRA! HYDE HASN'T GOTTEN YOU YET!

I'M SUMMONING AN *AIRLIFT!*

AND HE WON'T! GET THE COBRA TO THE ROOF!

GEEZ! ONE GUY, AND HE'S GOT THE WHOLE PRISON STAFF ON THE RUN!

ELECTRO-SHOCKS CAPABLE OF FELLING A RAGING BULL ELEPHANT CORRUSCATE ACROSS HYDE'S FLESH.

BUT ON HE COMES--

--LAUGHING AT THE PAIN...

...AND AT THOSE WHO DARED TO INFLICT IT.

COBRA! WHERE HAVE THEY HIDDEN HIM?

WARDEN, I'M BEGGING YOU! YOU'VE SEEN WHAT HYDE IS CAPABLE OF!

HE HATES ME BECAUSE I WAS FOOLISH ENOUGH TO BETRAY HIM!

HE'LL...HE'LL KILL ME WHEN HE CATCHES ME--AND YOU WON'T BE ABLE TO STOP HIM!

BE MERCIFUL! LET ME GO!

YOU'LL GO, COBRA--

--TO A FACILITY EQUIPPED TO DEAL WITH YOUR SUPER-POWERED BREED!

AS FOR HYDE, EVEN IF WE CAN'T STOP HIM HERE, THERE'S NO WAY HE'LL FOLLOW YOU--

--UNLESS HE SPROUTS *WINGS!*

WHUP WHUP WHUP

4

THAT OUR PASSENGER? I HEAR HE'S A SLIPPERY ONE!

NOT WITH THIS BODY-SHACKLE ON HIM!

ENOUGH TALK! GET THE COBRA AIRBORNE--

"--BEFORE HYDE APPEARS!"

COBRA!

THERE'S NOWHERE YOU CAN ESCAPE ME!

NOT ON THE EARTH!

KRRAAK!

--AND NOT IN THE AIR!

KASHTROOM!

MIRACULOUSLY, NOT A SINGLE LIFE IS LOST IN THE ABSOLUTE DESTRUCTION OF THE 'COPTER...

...BUT, IN THAT, THE QUIVERING COBRA HARDLY CONSIDERS HIMSELF FORTUNATE.

AT LONG LAST, COBRA--

5

--YOU'RE MINE!!!

HYDE... PLEASE... DON'T KILL... ME! I'LL DO ANYTHING... YOU ASK!

I'LL... ROB FOR... YOU! STEAL... FOR YOU! KILL... FOR YOU!

AND... I SWEAR... I'LL NEVER... BETRAY YOU... AGAIN!

ARRGHH!

NO, COBRA, YOU NEVER WILL BETRAY ME AGAIN--

--BECAUSE YOU WILL NEVER GET THE CHANCE!

HYDE SQUEEZES, DETERMINED TO CRUSH THE LIFE OUT OF HIS FORMER PARTNER.

BUT HIS RAGE EXCEEDS HIS REASON. THE COBRA'S BODY-SHACKLE GIVES BEFORE THE COBRA DOES...

...AND THAT IS ALL HE NEEDS TO SLITHER TO SAFETY!

YOU'RE AN ANIMAL, HYDE--A BESTIAL, BLUNDERING BRUTE!

WELL, NOW YOUR BLUNDERING HAS SET ME FREE--AND YOU'RE NOT GOING TO GET ANOTHER--EVER!

I TOLD YOU, COBRA, YOU'LL NEVER ESCAPE ME.

6

I KNOW! I'VE ALREADY HEARD THAT LINE!

"NOT ON EARTH, AND NOT ON THE AIR--" BUT THAT LEAVES THE *SEA*, HYDE!

*IT'S THE EAST **RIVER** THAT COBRA SPIES...*

...BUT WHO ARE WE TO QUIBBLE WITH A DESPERATE MAN?

YOU'VE YET TO REACH YOUR MUCH SOUGHT SANCTUARY, COBRA!

LORD, I'D FORGOTTEN HOW FAST HYDE IS.

BUT NOW MY OWN SWIFTNESS, WILL SAVE ME!

THE COBRA TWISTS FROM HYDE'S GRASP...

...THE EFFORT TEARING FLESH FROM HIS ARMS.

BUT HE HAS ACHIEVED HIS FREEDOM...

...AND, FREE, HE FALLS!

THE ROCKS--!!!

THE IMPACT WOULD HAVE BROKEN ANY ORDINARY MAN, BUT THE COBRA'S MALLEABLE BONE STRUCTURE ALLOWS HIM TO SURVIVE, BRUISED... BUT INTACT.

HYDE, DESPITE HIS BRUTISHNESS, KNOWS THAT...

7

...AND SO THE CHASE GOES ON!

ACROSS THE RIVER, THE SIREN-WAIL FROM RYKER'S ISLAND AROUSES ONLY FAINT CURIOUSITY.

AFTER ALL, NEW YORK IS A BIG CITY, AND ITS INHABITANTS HAVE GROWN ACCUSTOMED TO SLEEPING THROUGH ITS MYRIAD EMERGENCIES.

ONE SUCH SLEEPER IS FELICIA HARDY... THE **BLACK CAT.**

IN HER DREAMS, SHE EMBRACES A PHANTOM...

...WHERE, ONLY A SHORT WHILE AGO, SHE HELD THAT PHANTOM-MADE-FLESH.

HE IS PETER PARKER--**THE SPECTACULAR SPIDER-MAN!**

CAN'T SHAKE THE FEELING THAT SOMETHING **DREADFUL** IS GOING TO HAPPEN! TWICE NOW I'VE GOTTEN SPIDER-SENSE SIGNALS STRONGER THAN ANY IN MY LIFE*, AS IF SOME HORRIBLE DANGER IS JUST WAITING TO APPEAR!

WHAT CAN IT MEAN?

*SEE AMAZING SPIDER-MAN #'S 249 & 250 --DANNY.

HMMM...IT'S EASY TO FORGET MY PROBLEMS WITH CAT AROUND, THOUGH!

8

MY LIFE HAS SWUNG AROUND 180°! BEFORE, I WAS ALWAYS AFRAID TO ENTER INTO SERIOUS RELATIONSHIPS--AFRAID THE WOMEN I LOVED WOULD FIND OUT I WAS *SPIDER-MAN*--

--AND AFRAID THEY'D COME TO *HARM* BECAUSE THEY KNEW!

BUT THE *CAT* IS DIFFERENT! SHE'S BOTH TENDER AND TOUGH! SHE'S BATTLED AND BRAWLED BESIDE ME...

"...AND SHE DOESN'T *CARE* WHO I AM UNDER THE MASK! IT'S AS IF PETER PARKER DIDN'T EXIST...

"...SHE ONLY LOVES ME *AS* SPIDER-MAN!"

WHEW! TALK ABOUT YOUR TEXTBOOK SCHIZOPHRENIA!

BUT WHY DO I KEEP WORRYING ABOUT IT? THESE HAVE BEEN SOME OF THE BEST TIMES I'VE EVER KNOWN!

EVERY NIGHT, THE CAT AND I PROWL THE ROOFTOPS, SEARCHING OUT CRIME--

--AND EVERY MORNING WE FIND OUR WAY BACK HERE AND TO EACH OTHER'S ARMS!

NOT EVEN *CAPTAIN AMERICA* AND *BUCKY* COULD CLAIM THAT!

IT FEELS *GOOD!*

9

SO WHAT'S THE *NEXT STEP* FOR THE CAT AND ME? MARRIAGE? A NICE LITTLE HOME IN THE SUBURBS WITH 3.5 SPIDER-KITTENS AND ASSORTED PETS?

WILL OUR KIDS GO TO NIGHT SCHOOL WHILE THE CAT AND I FIGHT CRIME?

WE'D BETTER GET A VCR! WE'LL BE MISSING A LOT OF LATE-NIGHT TV!

JUST THEN, SPIDEY'S REVERIE IS INTER-RUPTED...

...BY A RATHER RAVISHING REALITY.

OH, HI LOVER! MORNING ALREADY?

CAT, MY DARLING, DID I EVER TELL YOU--

--HOW BEAUTIFUL YOU LOOK BY MOON-LIGHT?

MOONLIGHT? YOU MEAN, THE SUN HASN'T RISEN YET!

ONLY IN CHINA!

THEN THERE'S STILL TIME FOR US TO *PROWL!*

AND PROWL THEY DO, THE AMAZING ARACHNID AND HIS LADY LITHLEY LEAPING ABOVE THE ROOFTOPS...

...OR CARRIED ON WEB-LINE AND CAT-CABLE ACROSS THE CITY'S SKYLINE.

THEY ARE ALONE TOGETHER. THEY ARE FREE... OR TRY TO BE--

-- BUT THEY ARE NEVER FREE OF DOUBT!

IF ONLY THE CAT HAD SOME SORT OF *SUPER-POWER* TO SUPPLEMENT HER NATURAL ATHLETIC ABILITIES!

SPIDEY'S WORRIED ABOUT ME AGAIN -- AFRAID I WON'T SURVIVE AN ATTACK BY ONE OF HIS MANY ENEMIES!

BUT I'VE GOT TO *PROVE* MYSELF TO HIM!

HE'S GOT TO *LET* ME PROVE MYSELF!

EEEEEEEEEEEEEEEE

CAT! FOLLOW ME!

11

SHE FOLLOWS--GRATEFUL THAT HE DIDN'T ORDER HER TO REMAIN BEHIND, OUT OF DANGER--RESENTFUL THAT HE HAD TO ORDER HER AT ALL.

HE LEADS, AWARE OF WHAT SHE'S FEELING, HOPING SHE UNDERSTANDS HIS CONCERNS FOR HER SAFETY...

...AND TERRIFIED WHEN HE SEES THE DANGER INTO WHICH HE HAS LED HER AGAIN.

OH, NO! NOT THEM!

CAT, STAY HERE!

THIS PAIR IS TOO DANGEROUS--!

STAY? LIKE FUN I WILL!

I THOUGHT YOU UNDERSTOOD OUR RELATIONSHIP, LOVER! WE SHARE EVERYTHING--

--TOGETHER!

SAVE ME!

HUH?

YOU SAVED ME FROM HYDE LAST TIME, WALL CRAWLER!* DO IT AGAIN!

HE MEANS TO KILL ME!

*AMAZING SPIDER-MAN #232--D.

AS I RECALL, YOU GAVE HYDE GOOD REASON TO WANT YOUR HEAD ON A PLATTER, COBRA!

STILL--WHILE I HADN'T PLANNED ON MAKING A CAREER OF KEEPING YOU TWO APART--I CAN HARDLY STAND BY AND BE A PARTY TO A HOMICIDE!

CAT! GUARD THE COBRA! GET HIM OUT OF HERE IF THINGS GO WRONG!

12

MEANWHILE, I'LL TAKE CARE OF *HYDE!*

BRAVE WORDS! THIS POWERHOUSE HAS TRADED PUNCHES WITH *THOR*, AND, WHILE HE MAY HAVE LOST TO THE *THUNDER GOD*--

--HE NEARLY SWEPT THE STREETS WITH *ME* THE LAST TIME WE MET!

BLAST SPIDER-MAN!

AFTER ALL WE'VE SAID TO EACH OTHER, HOW DARE HE TRY TO SHIELD ME FROM DANGER!

WELL, I WON'T STAND FOR IT!

YOU STAY PUT, COBRA! I'M GOING TO HELP MY BOYFRIEND!

STAY PUT? YOU'RE MAD, WOMAN, TO THINK I'D PLACE MY SAFETY SOLELY IN SPIDER-MAN'S AND YOUR HANDS!

SPIDER-MAN! THE COBRA IS A FOOL TO ENTRUST HIS FATE TO *YOU!*

WHY DO I HAVE THIS SINKING FEELING THAT HYDE MAY BE RIGHT?!

IN MY DEALINGS WITH MR. HYDE, I'VE LEARNED TO TRUST ONLY IN *MYSELF!*

WRIGGLING HIS MALLEABLE BODY INTO THE NARROW OPENING OF A RAINSPOUT, THE COBRA SLITHERS TO SAFETY...

...LEAVING A CERTAIN SUPER-POWERED SAMARITAN TO COVER HIS ESCAPE.

I'VE GOT TO BE CAREFUL --VERY CAREFUL! I'VE SEEN THE EXTENT OF HYDE'S SAVAGERY.

HE'S NOT THE KIND TO BE STOPPED BY TALK OR REASONING!

13

NO, DEFEATING HIM WILL MEAN LOOKING FOR AN OPENING, AND THEN HAMMERING AWAY WITHOUT GIVING HIM A CHANCE TO HAMMER BACK...

WHAT--?! *CAT!!!*

I GOT TIRED OF HEARING HYDE HUFFING AND PUFFING, LOVER--

--SO I DECIDED TO SHOW HIM THAT I'M NOT AFRAID OF THE BIG BAD WOLF!

CAT, YOU DON'T KNOW HOW DANGEROUS HYDE CAN BE!

TRUE, SPIDER-MAN--

--BUT SHE SHALL SOON *FIND OUT!*

M-MY! ONE BLOW FROM HYDE, AND BRICK IS PULVERIZED LIKE CARDBOARD!

IF HE'D STRUCK ME--!

IF HYDE HAD LAID HIS HANDS ON THE CAT--

--I'D BE RELIVING A HORROR I SWORE NEVER TO LET HAPPEN AGAIN!*

KABRAK!

*PPSSM #76 -- DANNY.

IT'S MADNESS TO THINK THAT THE CAT COULD STAND THE SAME CHANCE AGAINST A SUPER-POWERED FOE AS I CAN!

AND, LOVERS OR NOT, I'D BE MAD TO LET HER TRY!

GO, CAT! YOU'RE OUT OF YOUR LEAGUE HERE--

--AND IN *MINE!*

BUT, LOVER--!

IT'S ***BECAUSE*** WE'RE LOVERS, CAT--

--THAT I CAN'T BEAR TO SEE YOU COME TO HARM!

AND IT IS BECAUSE YOU ARE LOVERS, SPIDER-MAN, THAT I SHALL FIRST SMASH YOU... AND THEN YOUR BELOVED CAT!

JUST TRY IT, HYDE-- *JUST TRY!*

AWARE OF HOW HE'S HURT THE CAT, SPIDEY BATTLES FURIOUSLY TO SAVE HER FROM MORE PHYSICAL HARM!

THE CAT UNDERSTANDS HIS MOTIVES... SHE TRULY DOES...

...BUT THAT DOESN'T MEAN SHE HAS TO LIKE THEM!

THIS IS THE LAST TIME I'LL BE SHUNTED OFF TO SAFETY, MY SPIDER-MAN!

THE *LAST TIME!*

15

MEANWHILE, THE WRIGGLING REFUGEE FROM THE BATTLE BELOW EMERGES FROM THE RAINSPOUT...

...AND, DANGLING DOWN FROM THE ROOFGUTTER, SLITHERS THROUGH AN OPEN WAREHOUSE WINDOW.

I WOULD PRAISE FORTUNE... IF I HADN'T ***PLANNED*** MY EMERGENCE FROM THE EAST RIVER--

--PRECISELY HERE... IN THE OLD FACTORY DISTRICT WHICH HOUSES ONE OF MY MANY CRIMINAL HIDEOUTS!

NOW, IF ONLY IT HASN'T BEEN DISCOVERED BY THE AUTHORITIES--!

AT THAT MOMENT, BELOW...

WHY DON'T YOU CALL IT QUITS, HYDE? THE COBRA'S GONE -- ESCAPED!

YOU WON'T GET HIM BACK BY BEATING ON THE CAT AND ME!

THEN I SHALL OBTAIN THE SATISFACTION OF CRUSHING YOU INTO CORPSES TO CONSOLE MYSELF!

THAT'S KINKY--BUT COUNTER-PRODUCTIVE! WHY NOT ANALYZE THIS LIKE ANY REASONABLE MAN?

SPEND TIME KILLING US, AND THE COBRA GETS FURTHER AWAY!

THAT'S ASSUMING YOU *DO* KILL US!

IF YOU DON'T--AND PAST EXPERIENCE LEAVES THAT OPEN TO DOUBT--WE COULD BE WALTZING AROUND, LIKE THIS ALL NIGHT!

FRANKLY, I'VE GOT BETTER THINGS TO DO WITH THE CAT!

WHADDAYA SAY HYDESY? TRUCE?

--PFFWAUGHH!

THWIP!

NOT WHILE A BONE REMAINS UNBROKEN IN YOUR BODY, SPIDER-MAN--

SPIDER-MAN'S WEBBING CUTS THE CONVERSA-TION SHORT...

16

...AND THE AMAZING ARACHNID TAKES ADVANTAGE OF HIS ADVERSARY'S STRUGGLE FOR BREATH TO WHITTLE HIM DOWN TO SIZE.

LIKE I SAID... LOOK FOR A WEAK SPOT! WHO WOULD'VE THOUGHT IT'D BE *HYDE'S BIG MOUTH?!!*

AND NOW, WHILE HE'S SPUTTERING, I'VE GOT TO HIT HIM WITH EVERY OUNCE OF THE OLD *SPIDER-STRENGTH!*

RRRAARRRGHHH!

UH-OH! LOOKS LIKE IT'S BACK TO JACK LALANE'S FOR THIS LITTLE SPIDER!

NOT DOING SO HOT, ARE YOU, LOVER--

--DESPITE ALL THOSE SPIDER-POWERS OF YOURS!

WELL, NOW LET'S TRY SOME OF MY CAT SPEED-- *EEEK!*

I AM GOING TO *BREAK* YOU, WOMAN!

BREAK YOU IN TWO!

17

CAT!!!

IF YOU NEED A CORPSE TO CLAIM YOUR STUPID VICTORY--

--TAKE ME!

STOP IT, HYDE! YOU'RE KILLING HER!

THAT, SPIDER-MAN, IS AN OFFER--

--MISTER HYDE CANNOT REFUSE!

BRAAK!

SPIDER!!!

GGNNNGGGHH!

KATRASH!

SP-SPIDER...?

H-HE'S...SO STILL! NOT MOVING!

H-HE'S *DEAD!* AND IT'S ALL--

--MY FAULT!!

YES, WOMAN... AND IT IS ALSO -- *YOUR TURN!!!*

I-I'M AFRAID OF YOU, HYDE! I WON'T DENY THAT!

BUT I'M NOT GOING TO WHIMPER! I'M NOT GOING TO BEG!

I'M GOING TO GO DOWN FIGHTING YOU, DOING EVERYTHING I CAN TO HURT YOU --

--BECAUSE, BY KILLING SPIDER-MAN, YOU'VE DESTROYED MY ONLY REASON FOR LIVING!

YAARGHH!

GRAARGH!

H-HYDE? WHAT--? I HAVEN'T *DONE* ANYTHING YET...!

DARTS?!? IT MUST BE--

19

--THE COBRA BACK IN ACTION!!!

YES... COSTUMED, AND READY FOR THE KILL!

DO YOU UNDERSTAND ME, HYDE? NO MORE RUNNING! IF I'M EVER TO BE *FREE* OF YOU, I HAVE TO TAKE A STAND--HERE AND NOW!

I'LL *FREE* YOU, COBRA--FROM YOUR *LIFE!*

YOU DON'T SCARE ME ANYMORE, HYDE! I *KNOW* THERE'S NOWHERE I CAN *RUN* FROM YOU--

--NOWHERE TO ESCAPE TO--NOWHERE TO HIDE!

THAT MAKES THIS SHOWDOWN INEVITABLE!

WHEN A MAN HAS NOTHING LEFT TO LOSE, HYDE, HE BECOMES DESPERATE!

DESPERATE ...AND *DANGEROUS!*

SKROW!

FWIP FWIP FWIP FWIP FWIP

ARRHHH! THE *PAIN!!!*

BLASTED RIGHT, HYDE! PAIN SUCH AS YOU'VE NEVER FELT, BEFORE!

PURE UNADULTERATED *COBRA VENOM*--ONE OF THE DEADLIEST POISONS KNOWN TO MAN!

20

IT WAS *RADIOACTIVE* COBRA VENOM THAT GAVE ME MY SNAKE-LIKE POWERS! THAT WAS A FLUKE!

ONE BITE FROM MY SERPENTINE NAMESAKE, AND IT'S USUALLY THE END OF THE LINE!

I FIGURED *YOU'D* BE DIFFERENT, HYDE -- THAT IT'D TAKE *EVERY DART* I HAD TO BRING YOU DOWN. AND I WAS RIGHT! IT'S WORKING!

YOU'RE GETTING *DIZZY*, HYDE! *WEAKER!* YOU CAN TEAR OFF THIS WALL--

--BUT YOU CAN BARELY HOLD IT!

TIRED, HYDE? HERE, MAYBE *THIS* WILL HELP YOU SLEEP!

KOFF KOFF GAS!!!

YES, HYDE -- *GAS!* QUITE A BIT MORE POTENT THAN THAT USED AT THE PRISON.

BUT THEN I KNOW SO MUCH *MORE* ABOUT YOU--

--THAN OUR JAILORS DID!

THEN YOU SHOULD ALSO KNOW, COBRA, THAT MY *HATRED* FOR YOU TRANSCENDS EVEN THE *GRAVE!*

I-I DIDN'T SEE HIM COMING THROUGH THE GAS! H-HE'S *GOT ME!!!*

21

AND I'VE GOT YOU *BOTH* RIGHT WHERE I *WANT* YOU!

HYDE'S OUT ON HIS FEET--BUT STILL HOLDING THE WALL WHILE HE'S CHOKING THE COBRA! IF I HIT HIM JUST RIGHT--

--I SHOULD BE ABLE TO MAKE HIM *DROP* BOTH!

KABLOOM!

I DID IT! I BEAT THE COBRA AND MISTER HYDE!!

NO. WHO AM I KIDDING? THEY BEAT EACH OTHER. I JUST TOOK ADVANTAGE OF THAT.

IF SPIDER! WERE ALIVE, HE'D REALIZE THAT.

UNHHHH...

SPIDER! HE *IS* ALIVE!

C-CAT?

NO THANKS TO ME! AS LONG AS I POSSESS NO *SUPER-POWERS* OF MY OWN, I'M A *LIABILITY* TO HIM!

I'VE... GOT TO *CHANGE* THAT!!

HOW?

NEXT MONTH: POWER-SEARCH IT'S CAT-ACLYSMIC!

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

DON'T HATE ME, SPIDER-MAN! WHAT I DID, I DID FOR YOUR *LOVE!*

MILGROM

YOU'LL NEVER FORGET... *POWER-SEARCH!*

SOMEWHERE ON THE ISLAND OF MANHATTAN, STANDS THIS OMINOUS TOWER.

IN IT, BUSINESS IS CONDUCTED...

...CRIMINAL BUSINESS...

...DIRTY DEEDS BEST DONE IN THE DARK OF NIGHT.

I HAVE COMPLETED THE ASSESSMENT REPORT YOU REQUESTED, KINGPIN--

--REGARDING OUR POSITION VIS A VIS THE COSTUMED CRIMEFIGHTER KNOWN AS THE AMAZING SPIDER-MAN.

BEGIN.

YOU TWO WERE THE DEADLIEST OF ENEMIES. THEN SPIDER-MAN INTERVENED TO PROTECT YOU FROM A PAIR OF VIGILANTIES, CLOAK AND DAGGER--

--OSTENSIBLY IN RETURN FOR YOUR HAVING FED SPIDER-MAN INFORMATION THAT LED TO HIS DEFEAT OF DR. OCTOPUS...

YES, BEFORE THAT MADMAN COULD DESTROY NEW YORK AND DISRUPT MY OPERATIONS. CONTINUE.

ANALYSIS SUGGESTS THAT SPIDER-MAN'S ACT OF SAVING YOU-- ALTHOUGH IT IS QUESTIONABLE WHETHER IT WAS YOU HE MEANT TO SAVE OR CLOAK AND DAGGER--

--NEGATED ANY OBLIGATION HE MAY HAVE FELT HE OWED YOU.

ALL DEBTS ARE CANCELLED BETWEEN US. WE ARE ENEMIES AGAIN.

RIGHT, AND WITH ELEKTRA DEAD AND BULLSEYE OUT OF THE COUNTRY, IT BEHOOVES YOU TO TRAIN A NEW ASSASSIN--

--WITH THE POWER TO PROTECT YOU FROM SPIDER-MAN.

I AM WORKING ON THAT...

...EVEN NOW.

Stan Lee PRESENTS:

POWER-SEARCH!

BILL MANTLO
STORY
AL MILGROM
PENCILS
JIM MOONEY
INKS
DIANA ALBERS
LETTERS
GLYNIS WEIN
COLORS
DANNY FINGEROTH
EDITOR
JIM SHOOTER
EDITOR-IN-CHIEF

THIS BEAUTIFUL YOUNG WOMAN IS FELICIA HARDY, THE **BLACK CAT.**

TWO NIGHTS AGO, SHE HAD IT ALL -- AND LOST IT.

TONIGHT SHE IS SEARCHING FOR THE **POWER** TO GET IT ALL BACK.

2

I LOVE SPIDER-MAN--

--I WANT TO SHARE THE NIGHT WITH HIM--

--YET MY LACK OF POWER ALMOST COST HIM HIS LIFE DURING OUR BATTLE WITH THE COBRA AND MISTER HYDE.

POWER. SPIDER HAS IT... AS DO THE SUPER-VILLAINS HE'S INCESSANTLY CALLED UPON TO FIGHT.

COBRA AND HYDE, DOCTOR OCTOPUS, THE FLY... EVEN SPIDER HIMSELF... THEY WERE ALL NORMAL HUMANS BEFORE THEY AQUIRED THEIR ARTIFICIALLY DERIVED POWERS...

...POWERS THAT PUT THEM IN A DIFFERENT LEAGUE THAN I CAN EVER COMPETE IN!

BUT MY POWERLESS-NESS MAKES ME A LIABILITY, A DRAG UPON THE MAN I LOVE-- ULTIMATELY, EVEN A DANGER!

WHAT CAN I DO? I'VE TRAINED MYSELF TO BE AN INCREDIBLE ACROBAT--BUT MERE AGILITY ISN'T ENOUGH! I NEED MORE!

I'VE GOT TO ACQUIRE SOME SORT OF SUPER-POWERS-- TO MAKE ME EQUAL TO SPIDER AND HIS FOES...

...AND GAIN POWER I WILL--

--OR DIE TRYING!

PERHAPS. 3

THE FIRST FINGERS OF DAWN FIND A CERTAIN WEST CHELSEA APARTMENT HOUSE...

WESTINI

...BUT THE DAY SHEDS NO LIGHT ON THE DARKNESS ENGULFING **PETER PARKER'S** SOUL.

LIBERTY 1903

THE CAT **RAN** FROM ME! WHY?

"I REGAINED CONSCIOUSNESS TO FIND THAT SHE'D BEATEN THE COBRA AND MISTER HYDE BY HERSELF!

"I WAS SO PROUD OF HER! I WANTED TO TAKE HER IN MY ARMS, TO TELL HER SO--

"--BUT SHE FLED FROM ME BEFORE I GOT THE CHANCE!

"I STARTED TO FOLLOW HER, BUT I WAS TOO BATTERED, TOO BRUISED..."

...SO I CAME BACK TO MY APARTMENT, HALF EXPECTING TO FIND THE CAT HERE.

SHE WASN'T.

BAND-AID

4

"CALLS TO HER APARTMENT WENT UNANSWERED.

"IT WAS CLEAR SHE HADN'T GONE *THERE*, EITHER.

"THEN, FINALLY, I FOUND HER."

CAT!

OH, SPIDER --I DIDN'T WANT YOU TO FIND ME!

I-I BLAME MYSELF FOR THE FACT THAT YOU GOT HURT! IF YOU HADN'T BEEN TRYING TO PROTECT ME...!

YOU RAN BECAUSE I GOT HURT?? THAT'S PART OF MY BUSINESS, CAT--THE PART I'VE BEEN WARNING YOU ABOUT EVER SINCE YOU GOT THE IDEA INTO YOUR HEAD OF SHARING THE "EXCITEMENT" AND "ADVENTURE" WITH ME!

I-I KNOW YOU WARNED ME! I JUST HOPED I COULD BE A *HELP* TO YOU--

--INSTEAD OF A *HINDRANCE!*

CAT, WAIT! YOU DIDN'T LET ME FINISH...

...SAYING THAT HYDE MIGHT HAVE KILLED ME IF NOT FOR YOU.

THAT ALL NEW YORK MIGHT BE ONE GIANT CRATER RIGHT NOW IF YOU HADN'T STOPPED DR. OCTOPUS AND THE OWL.

THAT WHAT YOU LACK IN POWER, YOU MAKE UP FOR ...IN *COURAGE.*

5

AND THAT I *LOVE* YOU SO VERY, VERY MUCH...

KNOK KNOK

FELICIA??

I'M COMING.

PETER PARKER IS ON THE VERGE OF OPENING HIS APARTMENT DOOR WHEN HE REALIZES...

I'M STILL WEARING MY *SPIDER-TIGHTS!*

WELL, SO WHAT? HASN'T LOVING THE BLACK CAT MADE ME REALIZE THAT *SPIDER-MAN* IS MORE WHO I TRULY AM THAN *PETER PARKER?*

I'VE REVEALED MY IDENTITY TO FELICIA-- WHY NOT TO THE REST OF THE WORLD?

BUT CAUTION CHECKS HIS RASHNESS...

AND IT IS AS PETER PARKER THAT HE GREETS...

JOE ROBERTSON!

WE HAVEN'T SEEN YOU AT THE DAILY BUGLE LATELY, PETE. CALLS TO YOUR HOME WENT UNANSWERED.

I'VE BEEN HOLDING ASSIGNMENTS FOR YOU DESPITE JONAH'S INSISTENCE I GIVE THEM TO ONE OF OUR OTHER FREE-LANCE PHOTOGRAPHERS...

6

...AND, TRUTHFULLY, I'VE BEEN CONCERNED.

ARE YOU ALL RIGHT, PETE? YOU LOOK LIKE YOU'VE BEEN IN A FIGHT!

A FIGHT?

OH, YEAH-- THE BRUISES! I GOT 'EM TAKING PICTURES OF THE MR. HYDE/SPIDER-MAN BATTLE!

YOU PHOTO-GRAPHED THAT? AND WE NEVER SAW THE PRINTS??

I'VE BEEN BUSY, Y'KNOW? DIDN'T HAVE TIME TO DEVELOP THE FILM.

DAY IN EVERY WAY TING TTER TER

PETE, SOMETHING *IS* WRONG!

OVER THE YEARS, YOU'VE PROVEN YOURSELF ONE OF THE BEST PHOTOGRAPHERS, THE BUGLE'S GOT!

YOU MAY NOT BE TECHNICALLY AS PROFICIENT AS LANCE BANNON, FOR INSTANCE--

--BUT YOU ALWAYS MAKE UP FOR IT IN THE *PASSION* WITH WHICH YOU TAKE YOUR PICTURES!

PASSION, ROBBIE?

I COULD TELL YOU A LOT ABOUT PASSION!

ABOUT HOW GOOD IT FEELS TO TRULY *CARE* ABOUT SOMEONE!

ABOUT WHAT IT MEANS...TO *LOSE* THAT SOMEONE!

SO THAT'S IT!

YOU WANT TO TALK. SON...?

NO, I-I THINK I JUST WANT TO BE ALONE. DON'T WORRY ABOUT ME.

I'LL BOUNCE BACK. I ALWAYS DO.

7

AND, SOON, AFTER JOE ROBERTSON HAS LEFT...

I CAN'T SIT AND MOPE ANYMORE!

I'LL GO CRAZY IF I DO!

I'VE GOT TO FIND THE CAT--

--TELL HER HOW MUCH I LOVE HER--

--AND THAT I CAN'T GO ON LIVING WITHOUT HER!

THAT I DON'T *WANT* TO GO ON LIVING WITHOUT HER!

LATER THAT DAY, AN ATTRACTIVE YOUNG WOMAN APPROACHES THE LONG ISLAND OFFICES OF...

Stane

INTERNATIONAL

STANE INTER-NATIONAL?

WHAT DO YOU MEAN, TONY STARK'S NO LONGER IN CHARGE?!

MR. OBADIAH STANE NOW OWNS THIS COMPANY, SIR.

WELL, WHERE CAN I FIND STARK?

I DON'T KNOW, SIR. NO ONE DOES--HE'S DISAPPEARED.

STARK--GONE! I CAME HERE SEEKING THE INVENTIVE GENIUS WHO CONTRIBUTED SO MUCH TO THE MIGHTY *AVENGERS*-- TO IMPLORE HIM TO HELP ME DEVELOP SOME SORT OF *SUPER-POWER!*

IT'S CLEAR I CAN'T EXPECT ANY HELP HERE NOW!

8

OTHER POSSIBILITIES SOON FALL EQUALLY AS FLAT...

NO ANSWER AT *HENRY PYM'S*-- THE MAN WHO GAVE HIMSELF THE POWER TO BECOME BOTH *ANT-MAN* AND *GOLIATH!*

RING RING

CAN'T STOP MY EXPERIMENT AT THIS CRITICAL STAGE TO ANSWER THE PHONE...

AND THE *FANTASTIC FOUR*...

...ARE NOT IN TOWN AT THE MOMENT.

WOULD YOU CARE TO LEAVE A MESSAGE?

NO! MAYBE I'M APPROACHING THIS WRONG, TRYING AS *FELICIA HARDY* TO REACH OUT TO PEOPLE POTENTIALLY CAPABLE OF CREATING SOME KIND OF SUPER-POWER FOR ME--

--INSTEAD OF DOING IT THE WAY THAT'S MOST *NATURAL* FOR ME...

...AS THE *BLACK CAT!*

THE EXCITEMENT OF DONNING HER COSTUME AGAIN IS INTOXICATING.

IT IS FOR THESE MOMENTS THAT SHE LIVES.

AVENGERS MANSION!

RUMOR HAS IT ITS DEFENSES ARE IM-PREGNABLE!

BUT THERE'S *POWER* HERE--AND ENOUGH SCIENTIFIC KNOW-HOW TO HELP ME--

--*IF* I CAN CONVINCE THEM!

OOPS.

WELL, WELL, WHAT HAVE WE HERE, WASP?

LOOKS LIKE A LITTLE LOST KITTY, CAP--A CAT COME IN FROM THE COLD!

A BLACK CAT--

--AND I'VE COME TO ACQUIRE A *SUPER-POWER!* I HAVE MONEY...

WHOA, YOUNG LADY! EVEN IF WE AVENGERS DID KNOW HOW TO CONFER SUPER-POWERS, ON PEOPLE, WE WOULDN'T DO IT FOR PEOPLE WE DON'T KNOW--

--AND CERTAINLY NOT FOR MONEY!

BESIDES, WEREN'T YOU ONCE WANTED BY THE LAW...?

YES-- BEFORE I SAVED THIS CITY AND ALL YOUR UNGRATEFUL LIVES!

SO HOARD YOUR SECRETS, HEROES!

I'LL FIND *POWER*...

10

...ELSEWHERE!

THE BAXTER BUILDING.

FELICIA HARDY GOT THE BUM'S RUSH FROM THE FANTASTIC FOUR'S ROBOT RECEPTION-IST--

--BUT LET'S SEE 'EM IGNORE THE BLACK CAT!

SILENTLY, STEALTHILY, SHE SHADOWS THE TORCH...

...BYPASSING THE BAXTER BUILDING'S DEFENSES BY SWINGING IN HIS FIERY WAKE.

I'M IN!

HOLD IT RIGHT THERE, YOUNG LADY!

MISTER FANTASTIC!

SHE LEAPS, AVOIDING REED RICHARDS' ELASTIC LIMBS--

--TRIPPING ON SUSAN RICHARD S INVISIBLE FORCE-SPHERES--

--THEN NIMBLY RIGHTING HERSELF, ONLY TO END UP IN THE ARMS OF--

THE THING!
YOU CAN CALL ME BENJY, DOLL!
YOU'RE SPIDER-MAN'S GIRLFRIEND, AREN'T YOU?
WHAT DO YOU WANT *HERE?*
I LOVE HIM SO...BUT THE FACT THAT I HAVE NO *SUPER-POWERS* MAKES ME A LIABILITY TO HIM.
SO YOU CAME TA US, HOPIN' STRETCH COULD GIVE YA SOME KINDA POWERS, RIGHT?
Y-YES!
POWER'S A DANGEROUS THING, CAT. IT TRAGICALLY ALTERED A WOMAN I LOVED.
WE DIDN'T ASK FOR OURS, CAT--WE GAINED THEM BY ACCIDENT.
YEAH, AN' LOOK WHAT THEY DONE TA ME! THIS POWER STUFF IS RISKY BUSINESS!
I'D RISK ANYTHING TO BE AN ASSET TO SPIDER-MAN! ANYTHING!
I WAS ONCE CONSIDERED THE WEAKEST MEMBER OF THE FF, CAT. I KNOW HOW YOU MUST FEEL. BUT IF THERE'S A PROBLEM WITH YOUR RELATIONSHIP, EXTRA POWER WON'T *SOLVE* IT!
I DON'T WANT YOUR ADVICE TO THE LOVELORN!
I WANT *POWER!*
HEY, KID--!
THE POOR GIRL!
STILL, THERE WAS NOTHING WE COULD HAVE DONE.
12

AND SO, THE CAT IS LEFT TO PURSUE OTHER, MORE FAMILIAR AVENUES...

I WAS THE BEST *CAT BURGLAR* IN THE BUSINESS BEFORE MY LOVE FOR SPIDER MADE ME SWEAR TO GO STRAIGHT.

I WON'T GO BACK ON THAT VOW.

BUT IF THE GOOD GUYS DON'T HAVE THE INFORMATION TO HELP ME--

--MAYBE MY FORMER PEERS DO!

THE WATERFRONT.

UNLIKE THE BAXTER BUILDING OR AVENGERS MANSION, THE CAT UNDERSTANDS THIS NEIGHBORHOOD.

SHE FEELS AT EASE, AT HOME HERE.

ROSIE'S

SO, WE GONNA HIT THAT POOL HALL TONIGHT.

WHAP!

WHAT THE H---?!

CAT!!

HELLO, LOUIE. BEEN A LONG TIME SINCE YOU FENCED FOR ME.

Y-YOU BACK IN BUSINESS, CAT?

NOT SELLING. *BUYING.*

I'M IN THE MARKET FOR A *SUPER-POWER*, LOUIE.

A *WHAT?* C-CAT, YOU MUST BE KIDDING!

HOT ROCKS, PURLOINED PAINTINGS-- THOSE I COULD HELP YOU WITH! BUT WHAT WOULD GUYS LIKE US KNOW ABOUT SUPER-POWERS??

YOU'RE... RIGHT, LOUIE. YOU WOULDN'T KNOW ANYTHING. I GUESS I'LL HAVE TO GO... 13

...HIGHER UP!

USING THE TECHNIQUES TAUGHT HER BY HER CAT BURGLAR FATHER, THE BEAUTEOUS BLACK CAT INVADES THE UNDERWORLD, PROBING, PRYING, QUESTIONING... BUT NO ONE HAS THE ANSWERS SHE SEEKS.

POWERS?

WHAT DO YOU NEED POWER FOR? YOU WERE THE BEST IN THE BUSINESS WITHOUT IT!

WHERE WOULD I COME BY THAT SORT OF INFORMATION.

ARE YOU CRACKIN' UP, CAT?

I'VE FAILED.

BUT HER QUEST HAS BROUGHT HER TO THE ATTENTION OF ANOTHER...

SKREEEEEEE!

BLACK CAT, I HAVE A PROPOSITION FOR YOU.

ONE-WAY WINDOWS SO I CAN'T SEE IN--A VOICE MODULATOR SO I CAN'T IDENTIFY THE SPEAKER...!

YOU SEEK *POWER*. I BELIEVE I CAN HELP YOU ACQUIRE IT. IF YOU ARE INTERESTED...

...MEET ME AT MIDNIGHT AT THE FORMER LABORATORY OF THE LATE *DR. HARLAN STILLWELL*.

14

MIDNIGHT.

IF THE VOICE MENTIONED ANY OTHER ADDRESS, I MIGHT NEVER HAVE COME--

--BUT HARLAN STILLWELL WAS THE TWISTED GENIUS WHO TURNED A COMMON CRIMINAL...

...INTO THE *FLY!**

**THE CAT LEARNED THIS IN PPSSM # 86--D*

THE FLY SLEW STILL-- WELL, BUT IF THE SCIENTIST'S NOTES WERE PRESERVED...

WELCOME, CAT. I TRUST YOUR PRESENCE HERE MEANS THAT YOU HAVE ACCEPTED MY OFFER.

THOSE SPOTLIGHTS-- BLINDING. AND THE VOICE IS DISGUISED.

WHAT OFFER? WHAT'S THE DEAL?

COME NOW, CAT. YOU HAVE BEEN COMBING THE CRIMINAL UNDER-WORLD FOR DAYS, SEEKING ***POWER.***

YOUR SEARCH HAS BEEN FRUITLESS, FOR POWER IS A RARE COMMODITY.

SO WHO ARE YOU, THAT YOU CLAIM TO POSSESS IT?

A MAN OF INFLUENCE, CAT, A MAN OF MEANS. WHEN STILLWELL DIED, HIS NOTES CAME INTO MY HANDS.

THEY WERE MEANINGLESS TO ME-- BUT NOT TO CERTAIN SCIENTISTS IN MY EMPLOY.

IF THEY WERE ABLE TO FIGURE OUT HOW STILLWELL CREATED THE *FLY--*

15

--THEN WHY DON'T THEY GIVE *YOU* THE POWER YOU'RE NOW OFFERING TO *ME*??

THERE IS POWER, CAT... AND THEN, THERE IS POWER. I HAVE MY OWN KIND, AND IT SATISFIES ME.

BUT YOU DESIRE A SO-CALLED ***SUPER-POWER*** THAT WILL PUT YOU ON A PAR WITH YOUR LOVER, ***SPIDER-MAN.***

STILLWELL'S DISCOVERIES ARE CAPABLE OF ***ENHANCING*** THAT KIND OF POWER IN THOSE INNATELY SUSCEPTIBLE TO IT.

YOU MEAN... THE POWER MAY ALREADY BE ***INSIDE*** ME??

PERHAPS. PERHAPS NOT. PRELIMINARY TESTING WILL DETERMINE THAT.

AND I SUPPOSE YOU'RE DOING THIS FOR HUMANITARIAN REASONS?

NO. IF I SUCCEED IN GIVING YOU ***POWER,*** I REQUIRE, IN EXCHANGE, YOUR ***SERVICES.***

SERVICES AS WHAT? FOR WHAT?

I HAVE MANY... ENEMIES.

SO YOU WANT A ***SUPER-POWERED BODY-GUARD...***

...AND SOMEONE TO PULL SOME SPECIAL JOBS AN AVERAGE SECOND STORY MAN COULDN'T!

ALL RIGHT, I'LL BARGAIN WITH THE DEVIL... EVEN PULL A FEW MINOR JOBS IF I HAVE TO...

--AND THEN TURN AROUND AND ***NAIL*** THIS GUY AS SOON AS MY OBLIGATION IS FULFILLED.

AND SPIDER NEED NEVER KNOW ANYTHING ...EXCEPT THAT I'LL HAVE ***POWER!***

ALL RIGHT, WHOEVER YOU ARE-- YOU'VE GOT A DEAL!

THEN, MY LOVELY... SHALL WE BEGIN...?

16

WHAT FOLLOWS TAKES DAYS...

DAYS IN WHICH FELICIA HARDY IS TRIED.

DAYS IN WHICH SHE IS TESTED.

THEN, FINALLY...

IT IS DONE.

WHAT'S DONE? I DON'T FEEL ANY DIFFERENT!

AH, BUT YOU ARE. UTILIZING STILLWELL'S TECHNIQUES, MY SCIENTISTS DETECTED A ***LATENT POWER*** LOCKED WITHIN YOUR GENES--A SUBLIMINAL CATLIKE NATURE WHICH THEY WERE ABLE TO ENHANCE.

ENHANCE ?

YES. WHEREAS BEFORE, GUIDED BY THAT NATURE, YOU MERELY STYLED YOURSELF THE ***BLACK CAT***--

--TODAY YOU HAVE ACQUIRED SOME OF THAT CREATURE'S VERY POWERFUL TRAITS.

BUT PERHAPS YOU NEED A DEMONSTRATION...?

SNAP

WHAT--? COSTUMED CREEPS CONVERGING ON ME FROM EVERY CORNER!

INSTINCTIVELY, THE BLACK CAT GOES INTO ACTION...

17

I'VE NEVER LEAPT SO SWIFTLY-- SO LITHELY-- BEFORE!

I'D TRAINED TO BE FAST AND FIERCE-- BUT NOW, WITHOUT EVEN TRYING, I'M AS QUICK AS A CAT!

AVOIDING HER ATTACKERS WITH EASE, THE CAT SWINGS TOWARDS THE CEILING.

IT IS THEN THAT THE TRUE EXTENT OF HER NEW-FOUND POWER IS REVEALED.

KRUMFI

YAAGH!

THE CEILING COLLAPSED ON MY ATTACKERS!

AND NOW THEY'RE TRIPPING ALL OVER EACH OTHER AS THEY TRY TO COME AT ME!

SO YOU HAD A FEW LUCKY BREAKS! JUST WAIT'LL I GET MY HANDS ON A WEAPON--

AARRGGH!

LUCKY BREAKS? NO! YOU GOONS HAD ALL THE LUCK--

--AND IT WAS ALL *BAD!*

18

EXULTING, EXHILARATED, THE BEAUTEOUS BLACK CAT PROCEEDS TO TEST HER POWERS FURTHER.

ALL I HAVE TO DO IS PUT MYSELF IN POSITION TO BE ASSAULTED--

WHUNFF!

HEY!

--AND "ACCIDENTS" BEFALL THE BAD GUYS!

THE MACHINERY--BLOWING UP--KEEPING US FROM HER!

OUR GUNS--BACKFIRING!

NO! NOT ACCI-DENTS...

INDEED NOT, CHILD. WHAT YOU ARE MANIFESTING NOW IS, PURE AND SIMPLE, THE ABILITY TO INFLICT ***BAD LUCK*** ON WHOMSOEVER IS FOOLHARDY ENOUGH TO ***CROSS*** THE ***BLACK CAT'S PATH!***

I USED TO HAVE TO ***FAKE*** SUCH A POWER--TO RIG LOCATIONS SO THAT "BAD LUCK" WOULD SEEM TO BEFALL WHOEVER FELL INTO MY PREARRANGED TRAPS.

BUT TO HAVE SUCH DISASTERS OCCUR ***NATURALLY*** TO WHOEVER I'M FIGHTING--WHY, THAT PUTS ME IN A ***POWER-CLASS*** RIGHT UP THERE WITH ***SPIDER-MAN!***

THEN, YOU ACKNOWLEDGE THAT ***THE KINGPIN*** HAS FULFILLED HIS PART OF THE BARGAIN!

YOU!

THE FOGGED GLASS! THE VOICE MODULATORS! THEY ALL DISGUISED YOUR PRESENCE!

YOU SHOULDN'T BE SO SHOCKED, MY DEAR. WHO ELSE DID YOU THINK CAPABLE OF MARSHALLING SUCH RESOURCES?

WH-WHAT DO YOU WANT FROM ME?

NOTHING. YET.

19

BUT YOU ARE NOW IN MY DEBT. IT IS A DEBT I SHALL CALL IN WHEN THE TIME COMES.

I'LL NEVER DO ANYTHING TO HARM SPIDER-MAN. SURELY YOU KNOW THAT.

I DO. I WOULD BE A FOOL TO ASK YOU TO.

NOW GO. I SHALL BE... IN TOUCH.

I'M SURE YOU WILL.

I OWE YOU, CAT. YOUR THEFT OF THE TRIGGERING DEVICE FROM ME ALLOWED DOCTOR OCTOPUS AND THE OWL TO ALMOST DESTROY THE CITY *I* CONTROL*...

*SEE ISSUES #74 & 75-- DANNY.

EQUALLY IMPORTANTLY, YOU ARE THE LOVER OF MY GREATEST ENEMY. AS SUCH, YOU WILL HAVE THE PLEASURE OF BEING MY UNWITTING INSTRUMENT OF VENGEANCE AGAINST HIM!

STILLWELL'S MACHINES HAD THE CAPABILITY TO PRODUCE ONE LAST SUPER-BEING. I COULD HAVE USED THEM ON AN ASSASSIN WHO WOULD WILLINGLY DESTROY SPIDER-MAN. BUT I EMPOWERED ***YOU***, FOR IT WILL BE SO MUCH MORE SATISFYING TO HAVE ***YOU*** DO IT!

NO, CAT. I WOULD NEVER BE SO FOOLISH AS TO ASK YOU TO DESTROY YOUR LOVER...

...BUT YOU WILL DO SO ALL THE SAME.

SOMETIME LATER, IN CENTRAL PARK, AN EMOTION LADEN CONVERSATION BETWEEN TWO LONGTIME COMRADES COMES TO AN END.*

THANKS FOR BEING MY FRIEND, MR. PARKER!

IT'S MY PLEASURE, MR. OSBORN!

*FOR DETAILS SEE *AMAZING SPIDER-MAN* #251 -- DANNY

SUDDENLY...

=UNNN=

MY SPIDER SENSE IS GOING WILD! FEELS LIKE A BOMB IS EXPLODING WITHIN MY HEAD!

AGONIZING MOMENTS LATER...

AT LAST! THE PAIN IS STARTING TO SUBSIDE! I'M LUCKY THAT I CAN STILL STAND! THAT'S THE THIRD ***MONSTER TINGLE*** I'VE EXPERIENCED IN THE PAST FEW DAYS*--

--BUT THIS TIME I'VE MANAGED TO PINPOINT THE SOURCE OF THE TROUBLE!

IT'S COMING FROM SOMEWHERE WITHIN *CENTRAL PARK*--

JUST BEYOND THIS CLUMP OF TREES!

OMIGOSH!

THIS *CAN'T* BE REAL!

*SEE *AMAZING SPIDER-MAN* #249 & 250 -- DANNY.

WHAT *IS* IT?

LOOKS LIKE SOME SORT OF FUTURISTIC VERSION OF STONEHENGE--

--BUT WHAT'S IT DOING *HERE*-- IN THE CENTER OF THE SHEEP MEADOW?!

WHERE DID IT COME FROM--AND WHAT COULD IT'S PURPOSE BE?!

O!

WHEW< I'VE NEVER FELT SUCH AN UNBELIEVABLE SENSE OF FOREBODING! EVERY INSTINCT I HAVE IS SCREAMING FOR ME TO RUN AND HIDE--BUT *I CAN'T!*

I'VE GOT TO LEARN ITS SECRET! IT'S ALMOST LIKE I DIDN'T HAVE ANY CHOICE!

SOMETHING WITHIN ME IS URGING ME FORWARD-- FORCING ME TO ENTER!

C-CAN'T STOP MYSELFFFFF<

AN AWESOME DISPLAY OF BRILLIANCE, AND HE IS GONE--

--TRANSPORTED TO A GALAXY FAR BEYOND OUR PETTY LITTLE UNIVERSE!

FOR THE AMAZING SPIDER-MAN, THE GREATEST, MOST INCREDIBLE ADVENTURE OF ALL TIME HAS JUST BEGUN...

*...AND HIS LIFE WILL **NEVER** BE THE SAME AGAIN!*

TO BE CONTINUED IN ***MARVEL SUPER HEROES SECRET WARS #1--ON SALE SOON!***

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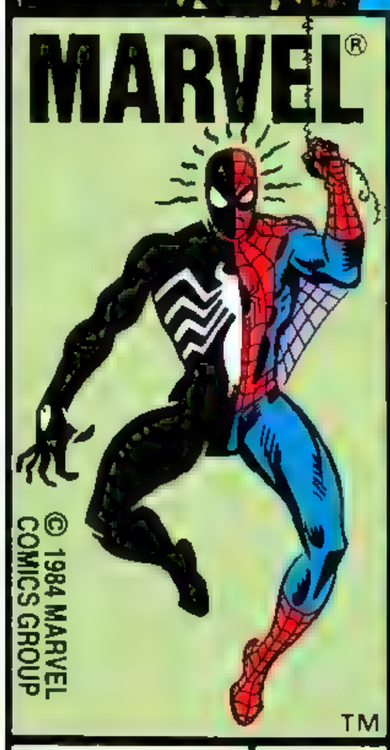

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

SHE'S THE *BLACK CAT*. SHE'S SEARCHING FOR *SPIDER-MAN*...

WHAT SHE FINDS COULD SPELL THE *END* OF THE WEB-SLINGER'S CAREER!!

THIS IS FELICIA HARDY, BETTER KNOWN -- PERHAPS EVEN TO HERSELF -- AS THE **BLACK CAT.**

USUALLY SHE FEELS AT HOME IN THE NIGHT, SAFE IN THE DARKNESS, SECURE IN THE MOON'S SILVER LIGHT.

BUT NOT TONIGHT.

TONIGHT SHE FEELS A CHILL THAT IS MORE THAN THE COOL EVENING AIR, IT IS THE STIRRING OF TERROR.

SHE FLEES THE MOON'S HARSH GLARE, FLEES THAT BLOATED ORB WHICH TONIGHT, OF ALL NIGHTS, SEEMS TO TAKE UPON ITSELF THE ASPECT OF... THE **KINGPIN.**

TONIGHT, SHE IS AFRAID.

WHERE, OH WHERE HAS MY SPIDER-MAN GONE...?

PRESENTED BY:	WRITTEN AND PENCILED BY:	FINISHES BY:	LETTERED BY:	COLORED BY:	EDITED BY:	CHIEFED BY:
STAN LEE	AL MILGROM	JIM MOONEY	JOE ROSEN	BOB SHAREN	DANNY FINGEROTH	JIM SHOOTER

I SHOULDN'T HAVE DONE IT! I NEVER SHOULD HAVE TRIED TO FIND A WAY TO GET SUPER-POWERS.

BUT I *HAD* TO DO IT-- FOR MY LOVER, MY SPIDER-MAN!

"OH, MY ACROBATIC ABILITY AND FIGHTING SKILLS WERE GOOD ENOUGH WHEN WE FOUGHT *ORDINARY FOES*--

"--BUT I NEARLY GOT MYSELF KILLED WHEN I WENT UP AGAINST DOCTOR OCTOPUS AND THE OWL.

"WHEN I TRIED TO HELP SPIDER AGAINST THE HOBGOBLIN, I JUST GOT IN THE WAY!

"AND WHEN I TRIED TO BATTLE THE BESTIAL *MR. HYDE*, I BECAME MORE OF A LIABILITY THAN EVER.

"IN TRYING TO RESCUE ME, MY SPIDER-LOVER LEFT HIMSELF OPEN TO HYDE'S VICIOUS ASSAULT. HE WAS ALMOST KILLED!

"SPIDER HAD WARNED ME NOT TO INTERFERE, WARNED ME I WASN'T STRONG ENOUGH! HE BLAMED *ME* FOR HIS NEAR-DEATH.*

"I FLED FROM HIM, VOWING I WOULD *FIND* A WAY TO GET THE POWER I NEEDED TO SHARE HIS LIFE.

*THE CAT'S OWN GUILT-RIDDEN INTERPRETATION OF RECENT EVENTS-- DANNY.

"BUT MY SEARCH SEEMED TO BE IN VAIN, UNTIL A DISGUISED VOICE FROM A MYSTERIOUS LIMOUSINE OFFERED TO HELP ME...IN RETURN FOR UNNAMED SERVICES. I FIGURED I COULD DEAL WITH *THAT* LATER.

"I WAS SENT TO A LABORATORY WHERE SCIENTISTS EXAMINED ME...

"...IRRADIATED ME...

"...INJECTED ME...

"...AND, FINALLY, TESTED ME!

"I PASSED WITH FLYING COLORS.

"THE TREATMENTS HAD BEEN SUCCESSFUL. THEY HAD GRANTED ME POWERS MOST FITTING FOR THE BLACK CAT...INCREASED STRENGTH AND AGILITY AND--BEST OF ALL--THE POWER TO CAUSE BAD LUCK TO BEFALL ANY WHO ATTACKED ME.

3

"AT LAST I COULD FIGHT AT MY LOVER'S SIDE, HIS EQUAL, HIS MATE IN EVERY WAY. I WAS OVERJOYED...

"...UNTIL I LEARNED WHO MY MYSTERIOUS BENEFACTOR WAS...

"IT WAS THE KINGPIN OF CRIME, THE SINGLE MOST POWERFUL MAN IN ALL OF THE EAST COAST'S UNDERWORLD--AND SWORN ENEMY OF SPIDER-MAN!

"WE STRUCK A BARGAIN."

HE PROMISED I WOULDN'T BE FORCED TO USE MY POWERS AGAINST MY LOVER.

BUT IF HE EVER REQUIRES MY SERVICES, I MUST DO WHAT HE COMMANDS.

WHAT SORT OF UNHOLY BARGAIN HAVE I STRUCK? I'M SCARED, SO SCARED THAT EVEN THE NIGHT HOLDS NO COMFORT FOR ME.

IF ONLY I COULD FIND SPIDER...LET HIM HOLD ME IN HIS ARMS... CONFIDE IN HIM...

BUT WHAT IF I DID?!

WOULD HE SYMPATHIZE, OR BE ANGRY WITH ME?

HE DIDN'T WANT ME TO GET INVOLVED IN THESE DANGEROUS ACTIVITIES. WHAT WILL HE SAY WHEN HE LEARNS I WENT TO THE MOST DANGEROUS CRIME LORD OF ALL FOR HELP?

GOT TO CALM DOWN...THINK THIS THING OUT. MY HEART'S RACING... HEAD POUNDING.

MAYBE IF I SLOW IT DOWN, TAKE A WALK, I'LL BE ABLE TO COLLECT MYSELF.

BUT EVEN AS THE BLACK CAT DROPS TO THE PAVEMENT, TO BE ALONE WITH HER THOUGHTS, SHE ATTRACTS COMPANY--

--OF A VERY UNSAVORY KIND.

HEY, MIKEY, I GOT ME A BAD CASE OF THE STRAY CAT BLUES AND THAT SLINKY LI'L NUMBER LOOKS LIKE SHE MIGHT JUST BE THE CURE.

I READ YOU, NICKEY!

THAT GEM CHOKER ON HER FINE LITTLE NECK LOOKS LIKE THE GOODS, TOO. LET'S CHECK IT OUT.

QUIET, NOW.

EASY, NOW, PUSS-IN-BOOTS, COME TO --

BLATZ BEER

--POPPA--

HEY!

BAR

BEER ON TAP

YEEOWWW!

K-RUNCH

OF ALL THE ROTTEN LUCK! MIKEY CAUGHT HIS FOOT IN THE SEWER GRATING.

YEH! NOW THE CAT LADY KNOWS WE'RE ON HER TAIL.

BUT SHE AIN'T SCREAMIN' OR NUTHIN'!

YOU'RE GONNA REGRET THE DAY YOU CROSSED OUR PATH, LADY.

IF ANYONE'S GOING TO BE SORRY --

IT'S GOING TO BE *YOU*, BOYS!

YOW! LOOKIT HER MOVE!

6

C'MON, ELROY, SHE CAN'T GET AWAY FROM BOTH OF US! LET'S NAIL HER!

RIGHT, DEL!

YOU'RE WELCOME TO *TRY*, BOYS--

KLONK

--BUT YOU'LL HAVE TO MOVE FASTER THAN THAT!

Y'MADE ME HIT ELROY, Y'WITCH! I'LL GET YA FOR THAT! I'LL--

OOPS! STICK SLIPPED OUTTA M'HANDS!

BAP

WHUNK!

RUBUM

SUD

BLAST THE LUCK! THERE GOES JACKSON.

C'MON, BREWER, PULL YOUR PIECE! WE'RE GONNA WASTE THIS BROAD!

GET HER, MAN!

AH-AH, BOYS! I'M WARNING YOU. YOUR LUCK IS GOING TO GO FROM BAD--

--TO WORSE.

K-CHING

BLAM

YOW! MY GUN FELL APART!

BRRINNGGG

AND THAT FLYING CHUNK OF DEBRIS KNOCKED OUT DEL!

AND WHAT'S WORSE, THE BULLET ACTIVATED THE POLICE ALARM BOX!

I GIVE UP! THAT LADY IS JINXED!

ZZZA

SUTTON GARAGE

HAHAHAHAH!

BRRINNGG

WELL THAT WAS A PLEASANT DISTRACTION. JUST WHAT I NEEDED TO TAKE MY MIND OFF MY TROUBLES.

THE POWERS THE KINGPIN GAVE ME WORK JUST FINE!

8

I'VE JUST *GOT* TO TELL SPIDER ABOUT MY NEW ABILITIES, THAT'S THE ONLY WAY HE'LL ALLOW ME TO SHARE IN HIS ADVENTURES--!

MAYBE... MAYBE I JUST WON'T TELL HIM HOW I *GOT* THE POWERS. I WON'T EVEN MENTION THE CONNECTION WITH THE KINGPIN.

THAT'S IT! SPIDER WON'T EVER HAVE TO KNOW WHERE THE POWERS CAME FROM. I'LL JUST TELL HIM THEY WERE LATENT ABILITIES I HAD ALL ALONG.

9

BUT WHAT HAPPENS WHEN THE KINGPIN CALLS IN HIS MARKER--NEEDS ME TO PERFORM SOME TASK FOR HIM AS MY PART OF THE BARGAIN?

I-I GUESS I JUST WON'T TELL SPIDER ABOUT IT, OR...

...OR MAYBE I JUST WON'T DO IT, PERIOD! I MEAN, IT SEEMS LIKE NO ONE CAN HARM ME, NO MATTER HOW HARD THEY TRY.

MAYBE THE KINGPIN WENT TOO FAR-- GAVE ME TOO MUCH POWER.

GAVE ME SO MUCH POWER THAT I NEEDN'T FEAR ANYONE... NOT EVEN HIM!

YEAH! HE'S NOT AS SMART AS HE THINKS! HECK, I STOLE THAT ACTIVATOR GIZMO OFF HIM THAT TIME WITHOUT EVEN BREATHING HARD!*

I'VE GOT TO FIND SPIDER AND TELL HIM-- TELL HIM HE DOESN'T HAVE TO FEAR FOR HIS LOVER'S SAFETY EVER AGAIN!

*SEE PETER PARKER #74 --DANNY.

THE TERROR IS GONE NOW, REPLACED BY THE LIGHT-HEARTED OPTIMISM OF A YOUNG WOMAN IN LOVE.

BUT STILL, THE COLD MOON GLARES.

A SHORT PROWL UPTOWN BRINGS THE BLACK CAT TO...

SPIDER'S APARTMENT! THERE DON'T SEEM TO BE ANY LIGHTS ON--

--BUT THEN, IF I LIVED IN A DUMP LIKE THIS, I WOULDN'T WANT TO SEE MY SURROUNDINGS EITHER.

HONESTLY, I DON'T KNOW WHY HE LIVES HERE. I'M SURE HE COULD DO MUCH BETTER FOR HIMSELF.

WELL, MAYBE WITH A GOOD WOMAN--ME--BEHIND HIM, WE'LL UPGRADE HIS SELF-IMAGE, MAKE HIM A SUCCESS.

I'LL JUST LET MYSELF IN VIA HIS SKYLIGHT. IMAGINE HAVING TO SNEAK IN AND OUT THROUGH THE *BATHROOM* OF ALL PLACES!

NO GLAMOR IN THAT!

AH, WELL, I'LL JUST LEAVE MY LOVER A NOTE AND LET HIM KNOW I'VE BEEN HERE LOOKING FOR HIM--

--THEN I'LL TAKE MY LEAVE AND NO ONE WILL BE ANY THE WISER.

I DO *NOT* WANT TO GO OUT THROUGH THE THE BATHROOM AGAIN. NO HARM IN LEAVING BY THE DOOR THIS LATE AT NIGHT.

OOPS!

ALL RIGHT, GIRLIE, WHAT GOES ON HERE?! I HAPPEN TO KNOW THAT PARKER AIN'T BEEN AROUND HERE FOR DAYS AND HERE I FIND YOU COMIN' OUT OF HIS ROOM.

IF HE'S SHARIN' THE PLACE WITH YOU, HE'S GONNA OWE ME MORE RENT. SAY, WHAT IS THAT MASK YER WEARIN'?

TO MY SPIDER..

10

YOU SOME KINDA CROOK OR SOMETHING? OR JUST ONE OF THEM PUNK TYPES? ANSWER ME, GIRL!

SPIDER HAS *GOT* TO MOVE OUT OF THIS BUILDING.

WHY, HIS LANDLADY THINKS OF HIM ONLY AS SOME SORT OF COMMON DRUDGE. WHY DOES HE PUT UP WITH IT?

THE OLD BIDDY *DID* SAY SHE HADN'T SEEN HIM IN SEVERAL DAYS, THOUGH.

MAYBE I CAN GET A LINE ON HIM BY CHECKING IN WITH CAPTAIN JEAN DEWOLFF AT THE POLICE STATION.

AH, THERE'S THE CAPTAIN NOW.

TAP

TAP

EH?! WHO?! BLACK CAT!

GET IN OFF THAT LEDGE BEFORE YOU GET YOURSELF KILLED, FELICIA.

PLEASE, I PREFER TO BE CALLED THE BLACK CAT.

SURE, SURE, WHATEVER YOU SAY, JUST GET INSIDE HERE.

I'M GLAD TO FIND YOU ON DUTY SO LATE.

11

YES, WELL, WE'VE BEEN WORKING DOUBLE SHIFTS LATELY. SEEMS LIKE EVERY MURDERER, MUGGER AND CAT BURGLAR HAS GONE ON A RAMPAGE THIS WEEK.

WHICH REMINDS ME, HOW ARE YOU ENJOYING YOUR AMNESTY? KEEPING YOUR NOSE CLEAN, I TRUST?

ER..YES. I-I NEVER REALLY GOT A CHANCE TO THANK YOU FOR HELPING ME GET A FRESH START WITH THE LAW.

IT'S OKAY, KID, FORGET IT. JUST DON'T STRAY FROM THE STRAIGHT-AND-NARROW.

GOSH, WHAT WOULD SHE THINK IF SHE KNEW I'VE BEEN ASSOCIATING WITH THE KINGPIN? I COULD LOSE MY AMNESTY--GO BACK TO BEING A WANTED CRIMINAL.

OOH, SPIDER-MAN WOULD BE UPSET WITH ME IF THAT HAPPENED.

UH...AM I RIGHT IN ASSUMING YOU DIDN'T STOP BY JUST TO SHOOT THE BREEZE?

OH, YES, I'M SORRY, CAPTAIN. I WAS REALLY JUST WONDERING IF YOU'D SEEN SPIDER-MAN LATELY. HE'S BEEN OUT OF TOUCH FOR DAYS, AND HE AND I HAD BEEN...SEEING A LOT OF EACH OTHER.

I'LL ***BET*** YOU HAD. HERE I'VE MANAGED TO DEVELOP A SCHOOL-GIRL CRUSH ON THE WEB-SLINGER AND WHAT DO I DO?

I HELP GET THIS BUBBLE-HEADED CUTIE OFF THE HOOK SO SHE CAN PUT THE MOVES ON HIM. NOT BRIGHT, DEWOLFF!

CAPTAIN?

NO, I HAVEN'T SEEN HIM.

AS A MATTER OF FACT, A LOT OF THE CITY'S SUPER-TYPES SEEM TO HAVE DISAPPEARED.

JUST THE OTHER DAY, THE VISION WAS ON TV TALKING ABOUT IT. MAYBE SPIDEY GOT CAUGHT UP IN WHATEVER THAT'S ABOUT!

WHAT?!

YOU'VE GOT TO TELL ME EVERYTHING YOU KNOW ABOUT IT! DO YOU HEAR ME?!

EASY NOW, GIRL.

EXCUSE ME, CAPTAIN, I... *HEY!*

12

THE BLACK CAT, THREATENING THE CAPTAIN!

HOLD IT RIGHT THERE, LADY. TAKE ANOTHER STEP TOWARDS THE CAPTAIN AND I FIRE.

EASY, MANELLO...

NOT TO WORRY, CAPTAIN, I'LL JUST MOVE IN HERE--YOWCH! HOW'D I MANAGE TO WALK INTO THAT FILE?!

MY BAD LUCK POWER IS STILL GOING STRONG, BUT THERE'S NO SENSE HANGING AROUND HERE ANY LONGER.

THANKS FOR THE INFORMATION, CAPTAIN. I'D BETTER GO NOW.

CAT, WAIT--!

BLAST IT, SHE'S GONE.

AS FOR YOU, MANELLO, I'VE GOT A GOOD MIND TO PUT YOU ON REPORT, BUSTING INTO MY OFFICE WITHOUT KNOCKING, PULLING A REVOLVER!

WHERE DO YOU THINK WE ARE, DODGE CITY?

ER...NO, MA'AM. I JUST...

BEAT IT, MANELLO!

YES, *MA'AM!*

GEE, THAT TALK WITH DEWOLFF MADE ME REALIZE THAT MAYBE I ***SHOULDN'T*** TELL SPIDER ABOUT MY POWER.

OF COURSE, HE SAW HOW LITTLE I COULD DO AGAINST ALL THOSE SUPER BADDIES. IF I SUDDENLY TURN INTO MS. UNBEATABLE--HE'LL KNOW ***SOMETHING'S*** UP!

BUT IF HE FINDS OUT I MADE A PACT WITH THE KINGPIN TO GET THE POWER, HE MIGHT LEAVE ME...OR EVEN TURN ME OVER TO THE POLICE.

I KNOW HE LOVES ME, BUT HE CAN BE SUCH A ***DRAG*** ABOUT SOME THINGS.

13

DAILY BUGLE

I JUST DON'T KNOW WHAT TO TELL HIM. BUT THE MAIN THING IS TO FIND HIM FIRST.

MAYBE AT THE PLACE WHERE HE WORKS...

HEY! LOOK WHAT JUST CLIMBED IN THE WINDOW... SEVENTEEN STORIES UP!

HUH... *YOW!*

EXCUSE ME, HAS ANYONE HERE SEEN...ER...PETER PARKER.

I *HATE* THINKING OF HIM AS THAT ORDINARY PERSON.

P-P-PARKER? N-NO. HE'S JUST A FREELANCE PHOTOGRAPHER. SOMETIMES WE DON'T SEE HIM FOR WEEKS AT A TIME.

AWRIGHT, WHAT IN BLUE BLAZES IS GOING ON AROUND HERE?

JONAH!

I PUT JOE ROBERTSON IN CHARGE AND EVERYTHING STOPS DEAD!

WHAT ARE *YOU* STARING AT?!

SO, THE BLACK CAT, DIDN'T I GET ENOUGH GRIEF FROM YOU WHEN YOU AND THAT BLASTED WEB-SLINGER FOUGHT THE FLY HERE LAST WEEK?*YOU NEARLY GOT ME *KILLED!*

I-I'M LOOKING FOR PETER PARKER.

H-HER...

THAT'S RIGHT, J. JONAH JAMESON, YOUR FORMER EDITOR-IN-CHIEF, AND I'M *STILL* THE PUBLISHER OF THIS NEWSPAPER--IN CASE ANY OF YOU HAVE FORGOTTEN.

*ISSUE #86 --DANNY.

PARKER?! ARE YOU IN LEAGUE WITH HIM TOO? THE WAY YOU'VE DISRUPTED THIS OFFICE, I'VE GOT A GOOD MIND TO DOCK HIS PAY TO COVER THE TIME YOU'VE WASTED!

WE'VE GOT A PAPER TO GET OUT HERE!

I-- THAT IS--I ÷KOFF÷ I-- ÷KOFF÷

WHAT THE DEVIL IS ALL THE SHOUTING OUT HERE--?! OH, JONAH. I SHOULD HAVE GUESSED.

DON'T BLAME ME, JOE. IT'S THAT USELESS INCOMPETENT PARKER--

DON'T YOU DARE TALK ABOUT HIM THAT WAY YOU CRUSTY OLD CURMUDGEON! IF YOU KNEW WHAT I KNOW, YOU'D...

ER...COOL DOWN, NOW, LADY.

LET'S NOT SAY ANYTHING WE MIGHT REGRET LATER, OKAY?

JONAH, I ASKED PETER TO DO A PHOTO-ESSAY ON THE CITY'S NIGHT PROWLERS. THAT'S WHY THE BLACK CAT IS HERE, RIGHT?

ER... RIGHT!

GRRRR!

MY OFFICE!

OKAY, LADY, SPILL IT. WHAT DOES PARKER HAVE TO DO WITH ALL THIS?

WHY, THAT PHOTO-ESSAY...

UNH-UNH! WON'T WASH. I JUST FED THAT LINE TO JONAH TO GET HIM OFF YOUR CASE.

LOOK, IF PETER'S WORKING ON SOME SECRET STORY AND YOU DON'T WANT TO TALK ABOUT IT... FINE! BUT I'VE JUST BEEN PROMOTED TO EDITOR-IN-CHIEF OF THIS PAPER AND I DON'T HAVE TIME TO STAND AROUND JAWING AT YOU.

I-IT'S JUST THAT I'VE BEEN LOOKING FOR HIM...

15

WELL, JOIN THE CLUB. I'VE BEEN LOOKING FOR HIM, TOO. AND WORRIED ABOUT HIM. IF YOU SHOULD SEE HIM FIRST, TELL HIM I'VE GOT AN ASSIGNMENT FOR HIM.

NOW, IF THERE'S NOTHING ELSE TO DISCUSS...

I'VE CAUSED ENOUGH OF A DISTURBANCE ALREADY.

INSTEAD OF GOING BACK OUT THROUGH THE NEWSROOM--

--I'LL LEAVE THIS WAY.

B-BUT WE'RE...

SEVENTEEN FLOORS UP? SO I'VE BEEN TOLD. TA-TA.

WHAT A NOTHING PLACE TO WORK. SPIDER COULD DO MUCH BETTER.

I DID THINK OF ANOTHER PLACE I COULD ASK ABOUT HIM, THOUGH...

AVENGERS MANSION. CAPTAIN DEWOLFF SAID THEY DID A BROADCAST ABOUT THE DISAPPEARING HEROES. MAYBE THEY KNOW IF SPIDER WAS AMONG THEM.

LAST TIME I CAME HERE, THEIR SECURITY DEVICES CAUGHT ME EASY AS COULD BE...

16

BUT LAST TIME, I DIDN'T HAVE MY BAD LUCK POWER.

HERE COME THEIR DEFENSE MECHANISMS...

THERE GO THEIR DEFENSE MECHANISMS.

NOW I'LL JUST SHIMMY DOWN THIS HATCH, AND SEE IF THE AVENGERS HAVE ANY OTHER TOYS I CAN DISMANTLE FOR THEM.

HA! ANOTHER GRAPPLER. BUT THAT TRICK NEVER--

--WORKS?!

BUT THERE'S NO WAY IT SHOULD HAVE BEEN ABLE TO GRAB ME!

FROM THE WAY OUR DEVICES MALFUNCTIONED, I DEDUCED THAT YOU WERE EMPLOYING A FORM OF PROBABILITY-ALTERATION SIMILAR TO THE SCARLET WITCH'S. THUS I REASONED THAT...

...MY MORE CONTROLLED HEX POWER COULD NULLIFY IT. APPARENTLY YOU REASONED CORRECTLY, HUSBAND.

YOU MAY RELEASE HER NOW, WANDA.

GLADLY, DEAREST.

CAPTAIN AMERICA INFORMED ME OF YOUR QUEST FOR SUPER-POWERS, BLACK CAT. APPARENTLY YOU WERE SUCCESSFUL.

UMMM...YEAH. BUT NOW I'M LOOKING FOR SPIDER-MAN, VISION. HE'S DISAPPEARED, AND I HEARD SOME AVENGERS WERE MISSING TOO, SO...

17

SO YOU THOUGHT WE MIGHT HAVE SOME INFORMATION. I AM SORRY, BUT WE KNOW NOTHING OF SPIDER-MAN'S WHEREABOUTS.

THE LAST THE AVENGERS SAW OF HIM WAS WHEN HE ALMOST BECAME ONE OF US. UNFORTUNATELY, THE GOVERNMENT DISQUALIFIED HIM FOR MEMBERSHIP. *

BUT WE ARE LOOKING TO EXPAND OUR RANKS. PERHAPS **YOU** WOULD BE INTERESTED?

ME? BUT I'M JUST A SOUPED UP CAT BURGLAR... AND I'VE GOT A CRIMINAL RECORD.

* SEE AVENGERS #237 FOR DETAILS-- DANNY.

I AM AWARE OF THAT --AS WELL AS THE FACT THAT YOU HAVE BEEN GRANTED AMNESTY FOR YOUR PAST CRIMES.

MANY AVENGERS, PAST AND PRESENT, ORIGINALLY FOUGHT ON THE...OTHER SIDE.

"HAWKEYE WAS IRON MAN'S ARCH FOE--

"THE HULK WAS A THREAT TO ALL MANKIND, YET HE FOUGHT AT OUR SIDE.

"WONDER MAN BATTLED THE AVENGERS BEFORE HE EVER JOINED THEM.

"QUICKSILVER AND HIS SISTER--MY WIFE--THE SCARLET WITCH, FOUGHT ON THE SIDE OF EVIL MUTANTS AT ONE TIME.

WHY EVEN I, MYSELF, WAS GRANTED LIFE AND POWER BY THE SINISTER ROBOT ULTRON 5, WHO ATTEMPTED TO USE MY SYNTHEZOID ABILITIES TO CRUSH THE AVENGERS.

EVENTUALLY, I WAS FREED FROM HIS INFLUENCE, AND EVER SINCE I HAVE ENDEAVORED TO FIGHT THE GOOD FIGHT.

ALWAYS REMEMBER, BLACK CAT--IT ISN'T WHAT YOU WERE OR HOW YOU CAME BY YOUR POWERS THAT IS IMPORTANT... IT'S WHAT YOU ARE AND HOW YOU USE THOSE POWERS **NOW!**

UH...YES, WELL...THANKS, I'LL THINK OVER YOUR OFFER TO JOIN UP. MEANWHILE, IF YOU SHOULD SEE SPIDER-MAN...

WE'LL INFORM HIM YOU ARE LOOKING FOR HIM. JARVIS, PLEASE SEE THE LADY OUT...

YES, MASTER VISION. GOOD EVENING, MADAME.

18

WHEW, THAT VISION IS A SPOOKY SORT OF...GUY. I'M GLAD TO GET OUT OF THERE.

ON THE OTHER HAND, WHAT HE SAID ABOUT SUPER-POWERS AND HOW YOU USE THEM-- WHY IT WAS AS IF HE KNEW EXACTLY WHAT *MY* SITUATION WAS.

HE WAS REALLY RIGHT ON ABOUT THAT. IT DOESN'T MATTER HOW I GOT THIS WAY AS LONG AS I CAN USE MY POWERS TO HELP SPIDER AND TO BE WITH HIM.

YES! I *WILL* TELL SPIDER ABOUT MY POWERS, BUT I STILL HAVE TO *FIND* HIM.

SHORTLY... I COULD ONLY THINK OF ONE OTHER PLACE MY SPIDER MIGHT BE, AND TO GET THERE I HAD TO HITCH A RIDE ON THIS LONG ISLAND RAIL ROAD TRAIN.

I COULD HAVE CALLED...BUT I WAS AFRAID. WHAT IF SPIDER IS *AVOIDING* ME FOR SOME REASON. NO, IT'S BETTER THAT I GO OUT AND CHECK IN PERSON.

L.I.R.R.

L.I.R.R.

A BRACING HALF-HOUR RIDE EAST FINALLY BRINGS THE CAT TO HER DESTINATION.

HERE'S WHERE I GET OFF!

L.I.R.R.

THE ADDRESS IN THE PHONE BOOK SAID THIS SHOULD BE THE HOME OF MAY PARKER ...SPIDER'S AUNT.

19

HMMM. I NEVER MET HIS AUNT. WONDER IF THAT'S HER. LOOKS LIKE THE WHOLE HOUSE IS CRAWLING WITH REFUGEES FROM AN OLD FOLKS HOME.

A BRIEF RECONNAIS-SANCE OF THE HOUSE REVEALS...

NOTHING! NO SIGN OF SPIDER. WELL, THERE'S THE WINDOW OF THE ONLY ROOM I HAVEN'T CASED YET.

NOPE, JUST ANOTHER OLD LADY. WELL, MAYBE SHE CAN TELL ME SOMETHING.

MY, I JUST *LOVE* MAH-JONGG NIGHT HERE AT THE HOUSE. I WONDER IF MR. SIMPSON WILL NOTICE THIS NEW SHADE OF LIPSTICK I'M USING.

EXCUSE ME...

HAVE YOU SEEN PE--

EH?

EEEEEE

MARTHA, THAT SCREAM-- WHAT'S WRONG? WHO-?!

SH-SHE SNUCK IN THE WINDOW. SHE MUST HAVE COME HERE TO ROB US.

I--

ALL RIGHT, YOUNG LADY JUST WHAT IS THE MEANING OF THIS? NO DECENT GIRL GOES GALAVANTING ABOUT, DRESSED--

EASY NOW, MAY. WE'LL GET TO THE BOTTOM OF THIS.

20

ER...SORRY. I MUST HAVE THE WRONG HOUSE. SEE, I WAS INVITED TO A... UM... COSTUME PARTY AND I WANTED TO MAKE A DRAMATIC ENTRANCE, SO...

I'LL JUST LET MYSELF OUT THE WAY I CAME IN.

YOU CERTAINLY WILL, YOUNG WOMAN! AND NEXT TIME, WE WON'T BE SO LENIENT!

THERE, THERE, MY DEAR, EVERYTHING'S ALL RIGHT NOW.

SO THAT'S PETE'S AUNT, HUH? WHAT A DRAG! NO WONDER HE'S SO YUCH IN HIS NORMAL IDENTITY. SHE IS FEISTY THOUGH.

I GUESS SPIDER NEVER TOLD HER ABOUT HIS COSTUMED IDENTITY. IT WAS SILLY OF ME TO BREAK IN LIKE THAT. I COULD HAVE GIVEN ONE OF THOSE OLD FOGEYS A HEART ATTACK.

BUT IF HIS AUNT IS LIKE THAT--SO STRAIT-LACED--CAN MY SPIDER BE MUCH DIFFERENT?

DO I DARE TELL HIM ABOUT MY POWERS? HE'D NEVER UNDERSTAND.

BUT HE *LOVES* ME.

DO I TELL HIM?! YES? OR NO? YES OR NO?! *YES...OR...*

WHAT ARE *YOU* DOING HERE?

NO!

21

I--I MEAN, SPIDER, IS THAT YOU?

YES, IT'S ME, JUST A NEW COSTUME IS ALL. HOW I GOT IT IS A LONG STORY. *

BUT YOU DIDN'T ANSWER MY QUESTION. WHY ARE YOU PROWLING AROUND AUNT MAY'S HOUSE?

IN THAT INSTANT, ALL HER DOUBTS AND RESERVATIONS RUSH TO THE FORE. THE CONFLICT THAT HAS RAGED WITHIN THE BLACK CAT THIS NIGHT IS RESOLVED IN A SPLIT-SECOND DECISION. AND SHE REPLIES:

I--I MISSED YOU. YOU WERE AWAY SO LONG, I JUST WANTED TO SEE YOU, THAT'S ALL.

I JUST WANTED TO *SEE* YOU...

*A STORY REVEALED IN THE MARVEL **SUPER HEROES SECRET WARS** LIMITED SERIES, ON SALE NOW!
--DANNY

NEXT: *IF IT WASN'T FOR BAD LUCK...*

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PETER PARKER, THE SPECTACULAR SPIDER-MAN™

GIVE IT UP, SPIDER-MAN! WHEN *THE BLOB'S* GOT YA--YA STAY GOT!!

MILGROM

IF IT WASN'T FOR BAD LUCK...

PRESENTED by: Stan Lee

WRITTEN AND DRAWN BY
AL MILGROM
EMBELLISHED BY
JIM MOONEY
LETTERED BY
DIANA ALBERS
COLORED BY
GLYNIS WEIN
EDITED BY
DANNY FINGEROTH
EDITOR IN CHIEF
JIM SHOOTER

NO! KEEP AWAY FROM ME.

YOU CAN'T ESCAPE, BLACK CAT. GIVE UP!

YOU COME OUT OF NO-WHERE, WEARING A COSTUME I'VE NEVER SEEN--!

SO IT'S GOT A SPIDER SYMBOL ON IT. THAT DOESN'T MEAN ANYTHING-- ANYBODY COULD WEAR ONE.

HOW DO I KNOW YOU'RE REALLY MY SPIDER, THE MAN I LOVE?

WELL, FOR ONE THING, HOW MANY GUYS DO YOU KNOW--

--WHO CAN DO THIS--?

--OR THIS--?

--OR...

WHULP! Y-YOU CAUGHT ME!

...THIS?!

THAT WAS THE IDEA, WASN'T IT BEAUTIFUL?

HAVE THE BAD LUCK POWERS THE KINGPIN GAVE ME *FAILED ALREADY? HOW ELSE COULD SPIDER HAVE GRABBED ME WITH-OUT ANY HARM BEFALLING HIM...

*IN ISSUE #89--DANNY.

...UNLESS SOMEHOW THE POWER ONLY WORKS WHEN THE PERSON OR THING TRYING TO CATCH ME MEANS ME HARM. IT'S SO CONFUSING... I-I DON'T REALLY UNDERSTAND IT.

EARTH TO CAT! YOU *DID* RIDE ALL THE WAY INTO THE CITY WITH ME ON TOP OF THAT LONG ISLAND RAILROAD TRAIN.

I DIDN'T HEAR ANY DOUBTS THEN.

HA! NO, THAT'S TRUE. BUT SITTING ON THE ROOF OF A TRAIN YOU DON'T HEAR MUCH OF ANYTHING.

NOW TELL ME AGAIN EXACTLY WHERE YOU'VE BEEN AND HOW YOU GOT THAT SUPER-SEXY NEW COSTUME.

WELL... LIKE I SAID, ME AND A BUNCH OF OTHER LONG UNDERWEAR TYPES GOT SUCKED INTO A WEIRD DEVICE IN THE MIDDLE OF THE SHEEP MEADOW. IT TRANSPORTED US TO ANOTHER DIMENSION.

WHAT HAPPENED TO US THERE WAS SO FANTASTIC, I HESITATE TO EVEN REPEAT IT.

BUT I WILL SAY THIS MUCH, THE FATE OF THE UNIVERSE HUNG IN THE BALANCE. LUCKILY, OUR SIDE WON.*

*SEE *MARVEL SUPER HEROES SECRET WARS* ON SALE NOW--DANNY.

I ALSO PICKED UP THIS SNAZZY NEW SET OF THREADS.

I GUESS I REALLY DON'T NEED TO TELL HER ALL OF THE DETAILS--

--LIKE HOW I BROUGHT DR. CURT CONNERS, A.K.A. THE *LIZARD*, BACK WITH ME.

ANYWAY, I WAS SO THRILLED TO BE BACK ON TERRA FIRMA, I LITERALLY JUMPED FOR JOY.*

YA-YA-*HOO!*

POLICE

*FOR FULL DETAILS SEE *AMAZING SPIDER-MAN #252*--DANNY.

BUT THEN I GOT TO THINKING. THE WHOLE BALL OF WAX COULD HAVE GONE PFFFT! NO ONE WOULD HAVE EVEN KNOWN WHAT HIT THEM.

IT'S LIKE ANY DAY YOU COULD WALK OUT ON THE STREET AND GET RUN OVER BY A TRUCK.

THAT'S WHEN I REALIZED I HAD NO RIGHT TO TELL YOU HOW TO LIVE YOUR LIFE... TO FORBID YOU TO JOIN ME IN THE DANGEROUS PARTS OF MY LIFE AS SPIDER-MAN.

I GUESS WHAT I'M SAYING IS... I LOVE YOU AND I RESPECT YOUR RIGHT TO RISK YOUR LIFE IF YOU WANT TO...

3

I DON'T HAVE TO *LIKE* IT THOUGH!

NO... YOU DON'T HAVE TO LIKE IT.

BUT I'M SO GLAD YOU CAME TO THAT DECISION.

THERE'S NOWHERE I'D RATHER BE THAN OUT PROWLING THE NIGHT WITH YOU, MY SPIDER.

AND I KNOW WE'LL BE GREAT TOGETHER.

I HOPE SO, CAT. I REALLY DO.

NOW I'D LIKE TO SHOW YOU JUST HOW MUCH I MISSED YOU WHILE YOU WERE GONE FOR A WHOLE WEEK.

BUT I CAN'T FIND THE SEAM IN THIS NEW MASK OF YOURS.

THAT'S BECAUSE--

--THERE ISN'T ONE.

GASP! HOW DOES IT *DO* THAT?

BEATS ME. THOSE EXTRA-DIMENSIONAL TAILORS NEVER GIVE AWAY TRADE SECRETS.

SURE COMES IN HANDY, THOUGH.

IT'S SO MUCH MORE CONVENIENT FOR KISSING... AND EATING...

...AND ALL *KINDS* OF STUFF.

I'LL SAY--MMMF!

LET US TAKE A DISCREET LEAVE OF OUR REUNITED LOVERS NOW...

4

...AND SHIFT OUR ATTENTION TO THE FOLLOWING AFTERNOON-- A FEW BLOCKS UPTOWN, TO MADISON SQUARE GARDEN WHERE A PONDEROUS FIGURE MAKES HIS WAY TOWARDS THAT FAR-FAMED ARENA.

SCOTCH

MADISON SQUARE GARD

HEY, YOU! WHICH WAY TO THE MAIN TENT?

CIRCUS CLOSED

BEAT IT, YA RUBE! CAN'T YA READ? THE CIRCUS IS CLOSED. YA CAN'T GO IN THERE!

AND ARE *YOU* GONNA STOP ME?

UNNH! OH, I-IT'S YOU. SORRY, I DIDN'T KNOW.

WHERE'S GUNTHER?

TH-THERE! INSIDE THE MAIN TENT! NOBODY'S BEEN ABLE TO GET NEAR IT FOR DAYS.

YEH? WELL I AIN'T NOBODY!

WHEN I DON'T WANT TO BE MOVED, NUTHIN' CAN MOVE ME!

AND WHEN I DON'T WANT TO BE STOPPED--

--THERE'S HARDLY A BLESSED THING ON THE FACE OF THIS EARTH THAT CAN STOP--

5

--THE BLOB!

GUNTHER... *UNUS*... WHAT'S GOIN' ON?! IT'S TAKIN' ALL MY POWER JUST TO MOVE FORWARD.

FRED... MY FRIEND. YOU'VE COME.

WE... THOUGHT MY POWER WAS GONE--SMASHED BY THE HULK*... WE WERE WRONG. IT CAME BACK STRONGER THAN EVER.

I LOST ALL CONTROL OVER IT. I CAN'T EVEN MAINTAIN MY FOOTING ON SOLID GROUND.

AND YOUR POWER TO PROPEL THINGS FROM YOUR BODY IS EVEN KEEPING THE WHOLE MAIN TENT SUPPORTED.

*AS RECOUNTED IN MARVEL FANFARE #7 --DANNY.

THAT'S NOT... THE WORST OF IT. I HAVEN'T ...EATEN IN DAYS. NO ONE CAN GET ANY FOOD TO ME. AND I... CAN'T SEEM TO CATCH MY BREATH.

THE BLOB'S FLESH RIPPLES AND TREMBLES AS HE FORCES HIS MASSIVE BODY YET CLOSER TO UNUS'S LEVITATING FORM.

BUT TO WHAT AVAIL?

I BEEN HANGIN' OUT WITH THE BROTHERHOOD OF EVIL MUTANTS, FIGHTIN' THE X-MEN AGAIN.

SOON'S I HEARD YOU WAS IN TROUBLE I HOTFOOTED IT RIGHT OVER HERE. YOU'RE MY PAL, THE ONLY GUY WHO NEVER LOOKED AT ME LIKE A FREAK.

I'LL HELP YOU SOMEHOW, GUNTHER.

6

FRED... I AK...

NO! HE CAN'T BREATHE!

HIS FORCE FIELD'S DOWN!

HE--HE'S FALLIN'!

SPEAK TO ME, GUNTHER! SAY YOU'RE OKAY!

GUNTHER--?

GOOD LORD, LOOK!

THE MAIN TENT'S COMING DOWN!

NOOOOOOOOOOOOO!

STAND CLEAR!

NO! HE'S DEAD! MY ONLY FRIEND IN THE WORLD!

THEY TOOK HIM FROM ME!

"FRED J. DUKES HAS A FRIEND-- LET'S KILL HIM!" THAT'S WHAT THEY SAID!

I'LL MAKE THEM PAY! ALL OF THEM!

AND SO, BLINDED BY THE PAIN OF HIS GRIEF, THE BLOB LURCHES OUT INTO THE NIGHT VOWING TO MAKE OTHERS KNOW LIKE PAIN!

7

WHILE NEARBY, THE RAYS OF THE SETTING SUN...

USI

...FILTERING THROUGH THE SLATS OF A HALF-DRAWN VENETIAN BLIND, HELP ROUSE A CERTAIN PETER PARKER, BETTER KNOWN AS THE SPECTACULAR SPIDER-MAN!

YAWN! I DON'T KNOW WHICH TIRED ME OUT MORE, SAVING THE UNIVERSE--

--OR SPENDING AN EVENING MESSING AROUND THE ROOFTOPS WITH THE BLACK CAT.

LOOKS LIKE I MANAGED TO SLEEP THE DAY AWAY.

I'D BETTER GET DRESSED AND GET OUT OF HERE. I'VE GOT A WHOLE LOST WEEK TO MAKE UP FOR.

HERE COMES MY COSTUME *FLOWING* ACROSS THE FLOOR TOWARDS ME.

I WONDER IF I'LL EVER GET USED TO THE WAY IT SEEMS TO OBEY MY VERY THOUGHTS--

--TURNS INTO STREET CLOTHES WHEN I NEED 'EM, OR MY SPIDEY SUIT WHEN *THAT'S* CALLED FOR.

IF I COULD TEACH IT TO SHAVE ME I'D REALLY HAVE A GOOD THING GOING!

PARKER!

MRS. MUGGINS. HOW'S NEW YORK'S FINEST LANDLADY DOING THIS EVENING?

DON'T TRY TO SWEET TALK ME! YOUR RENT'S OVERDUE BY A WEEK! PLUS, I SAW THAT WEIRD CHICKIE OF YOURS SNEAKIN' OUT OF YOUR APARTMENT THE OTHER NIGHT!

YOU KNOW, THE ONE WITH THE MASK AND THE BLACK SILK LONG JOHNS.

THE BLACK CAT--HERE?!

I RUN A CLEAN HOUSE HERE, PARKER. I DON'T WANT NONE OF THAT KINKY STUFF GOING ON! AND I WANT MY RENT. PRONTO!

YES, MA'AM!

8

NOW WHAT ON EARTH WAS THE CAT DOING AT MY APARTMENT? AND HOW COULD SHE HAVE BEEN SO CLUMSY AS TO LET MRS. MUGGINS SEE HER? I'M GOING TO HAVE TO HAVE A TALK WITH THAT GIRL.

BUT MORE IMPORTANTLY, I'VE GOT TO EARN SOME MONEY!

CUSINE

FNH

WHEN FREELANCERS TAKE A WEEK OFF FROM WORK TO SAVE THE UNIVERSE, NOBODY PAYS THEIR BILLS FOR THEM.

LIKE I ALWAYS SAY: "WITH GREAT RESPONSIBILITY COMES GREAT INDEBTEDNESS."

AND SOON, IN MIDTOWN...

DAILY BUGLE

I'LL JUST DROP BY THE BUGLE TO SEE IF ROBBIE'S GOT ANY PHOTO ASSIGNMENTS FOR ME. AH, HERE WE ARE NOW.

HELLO! ANYONE HERE SEE JOE ROBERTSON AROUND?

HEY, LOOK WHO JUST BREEZED IN.

PETER PARKER, PHOTOGRAPHER TO THE STARS!

SAY, PARKER, HOW LONG YOU BEEN STRINGING ALONG THAT BLACK CAT CUTIE?

BLACK CAT--?

SHE CAME BY LOOKING FOR YOU, PETER. I NEVER KNEW YOU KEPT SUCH GLAMOROUS COMPANY BEFORE.

IF SPIDER-MAN FINDS OUT YOU'RE TRYING TO BEAT HIS TIME, YOU COULD BE IN TROUBLE, PARKER.

ER... YEAH, WELL, I'LL TRY TO KEEP A LOW PROFILE.

FINALLY...

YES, PETER, MR. ROBERTSON IS STILL IN BUT HE'S TRYING TO PUT THE LATE EDITION TO BED. HAVE A SEAT AND HE'LL CALL YOU WHEN HE'S FREE.

THANKS, BETTY.

TIME PASSES...

...SLOWLY...

9

UNTIL...

PETE. SORRY TO HAVE KEPT YOU. I WAS JUST FINALIZING THE FRONT PAGE FOR THE LATE EDITION.

THAT'S OKAY, JOE. NOW THAT YOU'RE EDITOR IN CHIEF, I'M SURE YOU'VE GOT RESPONSIBILITIES OUT THE WAZOO!

THAT'S FOR SURE. NOW, WHAT CAN I DO FOR YOU, PETE?

WELL, I WAS HOPING YOU MIGHT HAVE AN ASSIGNMENT FOR ME.

I'M AFRAID NOT. I HELD JOBS FOR YOU FOR DAYS, BUT YOU WERE NOWHERE TO BE FOUND. FINALLY, I I HAD TO GIVE THEM TO OTHER PHOTOGRAPHERS.

YOU JUST DISAPPEARED OFF THE FACE OF THE EARTH, PETER. YOU WERE LUCKY THE SPORTS DEPARTMENT HAD THAT FOOTBALL ASSIGNMENT LYING AROUND THE OTHER DAY.*

*SEE AMAZING SPIDER-MAN #253, ON SALE NOW--DANNY.

BUT FREELANCERS HAVE TO BE ACCESSIBLE, OR WHAT USE ARE THEY?

I- I KNOW, ROBBIE. BUT IT COULDN'T BE HELPED... REALLY! AND I'M IN A BIND FOR MONEY RIGHT NOW.

UH-HUH! WELL, LOOK, PETER, I'M VERY BUSY RIGHT NOW. BUT IF ANYTHING COMES UP I'LL CALL YOU... IF I CAN REACH YOU!

THANKS LOADS!

LATER, BACK AT HIS CHELSEA APARTMENT...

MAN, IT'S NOT LIKE ROBBIE TO BE THAT COLD. I WONDER IF HIS PROMOTION IS GOING TO HIS HEAD.

AW... BE FAIR TO THE MAN, PARKER. HE'S GOT A LOT OF ADDED RESPONSIBILITY AND PRESSURE ON HIM. HE'LL STRAIGHTEN OUT.

10

BESIDES, HOW WAS HE TO KNOW I WAS ONE OF THE MISSING SUPER HEROES?

BUT I'VE GOT OTHER PROBLEMS... LIKE AUNT MAY'S BEING TOTALLY FREAKED OUT WHEN I TOLD HER I HAD DROPPED OUT OF SCHOOL.* I'D BETTER GIVE HER A CALL.

*ASM #253--D

SHE WAS SO ANGRY AT ME...BUT I'M SURE SHE'S GOTTEN OVER IT BY NOW.

HELLO! NATE... THAT YOU? I'D LIKE TO SPEAK TO MY AUNT, PLEASE.

NATHAN, THE PHONE IS RINGING. CAN YOU GET--OH...

PETER! GOOD TO HEAR FROM YOU, LAD!

IS YOUR AUNT IN--?

ABSOLUTELY NOT!

ER... SORRY, NO. SHE'S OUT.. ER... SHOPPING.

I...SEE. YEAH. GOODBYE.

BLAST!

K-CHING

I HEARD AUNT MAY TALKING IN THE BACKGROUND. I CAN'T BELIEVE SHE'S BEING SO ***STUBBORN*** ABOUT THIS.

I KNOW MY EDUCATION MEANT A LOT TO HER, BUT...

NOK

NOK

EH--? SOMEONE AT THE DOOR.

WHY-- FLASH THOMPSON!

HI, PETE. HOPE YOU DON'T MIND MY COMING BY THIS LATE.

NOT AT ALL. I COULD USE SOME COMPANY ABOUT NOW. THINGS HAVE BEEN GOING A LITTLE ROUGH FOR ME TODAY.

TELL ME ABOUT IT. MY LIFE HAS NEVER BEEN SO FOULED UP. I'VE JUST GOTTA TALK TO SOMEBODY ABOUT IT, AND I DIDN'T HAVE ANYONE ELSE TO TURN TO.

BUT WHAT ABOUT YOUR GIRLFRIEND, SHA SHAN?

SHE'S THE PROBLEM. WELL, PART OF IT, ANYWAY.

AFTER THAT CRAZY ADVENTURE THAT BROUGHT HER OVER HERE FROM VIET NAM, SHE AND I STARTED DATING... THEN WE GOT MORE AND MORE SERIOUS -- SPENDING ALL OUR TIME TOGETHER...

EVERYTHING WAS FINE AT FIRST. BUT THEN SHE BEGAN CHANGING.

SHE USED TO BE THE IDEAL WOMAN: SWEET, LOVING, SUPPORTIVE. BUT SHE STARTED TAKING THOSE ADULT EDUCATION CLASSES AND GETTING OUT ON HER OWN...

SOMETHING'S HAPPENED TO US... I DON'T SEEM TO RATE ANYMORE!

BUT DON'T YOU SEE, FLASH? SHE'S JUST... GROWING. SHE CAME FROM A CULTURE WHERE WOMEN ARE MUCH MORE REPRESSED. NATURALLY, WHEN SHE MOVED TO THIS COUNTRY...

I-I SUPPOSE. BUT I DON'T LIKE IT. AND THIS WHOLE THING ABOUT ME BEING OUT IN THE "REAL WORLD" GETS TO ME.

BACK IN HIGH SCHOOL I WAS HOT STUFF. CAPTAIN OF THE FOOTBALL TEAM-- B. M. O. C.* EVEN AFTER THAT, WHEN I WAS IN THE ARMY AND IN COLLEGE FOR A WHILE, THINGS WEREN'T TOO BAD.

*BIG MAN ON CAMPUS -- DANNY.

BUT NOW, IT'S LIKE NOBODY KNOWS WHO I AM... OR CARES.

YOU WERE ALWAYS SORT OF AN OUTCAST IN HIGH SCHOOL, BUT YOU SEEM TO BE DOING OKAY NOW. WHAT'S THE SECRET?

THERE'S NO SECRET, FLASH, YOU JUST HAVE TO...

GOOD GRIEF! AT MY WINDOW. THE BLACK CAT! CAN'T LET FLASH SEE HER!

ER... LOOK, FLASH, I JUST REMEMBERED AN URGENT APPOINTMENT. WE'LL CONTINUE THIS TALK LATER, OKAY?

HUH--? BUT I--

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REALLY, FLASH, I'LL CALL YOU. I'M SORRY ABOUT THIS. BUT I'VE *GOT* TO GO!

YEAH! SURE! I GET IT.

I GET IT ALL RIGHT, PARKER. YOU LET ME BELIEVE YOU'RE MY FRIEND, LET ME SPILL MY GUTS OUT TO YOU, THEN GIVE ME THE BUM'S RUSH.

SLAM!

I'LL BET YOU'RE LAUGHING UP YOUR SLEEVE AT ME RIGHT NOW. I THOUGHT YOU WERE A CREEP BACK IN HIGH SCHOOL, AND ONCE A CREEP, ALWAYS A CREEP.

BUT I'LL SHOW YOU! AND SHA SHAN, TOO! I'LL SHOW YOU ALL!

WHILE BACK WITHIN PETER'S APARTMENT...

GET IN OFF THAT LEDGE! WHAT THE DEVIL ARE YOU TRYING TO DO, CAT?

IF YOU'RE THAT DETERMINED TO TELL THE WORLD THERE'S A CONNECTION BETWEEN YOU AND PETER PARKER, WHY NOT JUST PUT UP A BILLBOARD ON THE SIDE OF THE BUILDING?!

WELL THERE REALLY ISN'T ANY CONNECTION BETWEEN ME AND THAT PARKER PERSON. IT'S MY SPIDER I'M INTERESTED IN.

C'MON CAT. I *AM* SPIDER-MA--

SHHH! I HAD A GOOD REASON FOR COMING BY! THERE'S AN EMERGENCY! IT CAN'T WAIT. YOU *MUST* CHANGE TO SPIDER-MAN.

SHE MEANS IT! OKAY, THEN, I FELT TERRIBLE HAVING TO THROW FLASH OUT, BUT I GUESS HIS PROBLEMS WILL HAVE TO WAIT.

GASP

YOU WANT SPIDER-MAN? YOU GOT HIM! COURTESY OF MY NEW, CONVERTIBLE SPIDEY DUDS!

MOMENTARILY, AS THE DARK-CLAD DUO EXITS FROM THE SKYLIGHT ATOP PETER PARKER'S APARTMENT...

NOW, WHAT'S THIS EMERGENCY?

HE'S NOT FAR FROM HERE! A MAN, LIKE I'VE NEVER SEEN BEFORE. HE'S ON A RAMPAGE!

13

AND THERE HE IS!

THE BLOB! I'VE HEARD OF HIM. FOUGHT THE X-MEN A COUPLE OF TIMES. BUT THERE SEEMS TO BE NO PURPOSE IN HIS RAMPAGE. HE'S JUST GOING BERSERK!

CAT, I'M GOING TO TACKLE HIM. YOU STAY HERE.

B-BUT I BROUGHT YOU HERE SO I COULD SHOW YOU HOW WELL WE CAN WORK *TOGETHER!*

AND PART OF TEAMWORK IS HAVING A BACK-UP WHEN YOU NEED ONE! I LEARNED THAT WHEN I HELPED OUT THE AVENGERS RECENTLY.

I'M NOT JUST TRYING TO PROTECT YOU, I NEED YOU HERE IN CASE I GET INTO TROUBLE. MEANWHILE, TAKE THIS.

YOUR CAMERA?!

YEP! I'M A FREELANCE PHOTOGRAPHER, REMEMBER? AND A STARVING ONE AT THAT! SOME ACTION SNAP-SHOTS OF SPIDER-MAN IN HIS NEW COSTUME OUGHT TO BE WORTH SOMETHING!

BESIDES, IT'LL BE NICE TO HAVE SOME PICS THAT AREN'T ALL SHOT FROM THE SAME PLACE, LIKE THEY ARE WHEN I WEB MY CAMERA TO A WALL.

BE SURE AND GET MY BEST SIDE NOW, SWEETHEART!

GERONIMO!

14

SPLUBP

"SPLUBP"? WHAT KIND OF SOUND IS THAT? USUALLY WHEN I HIT A BADDIE I HEAR "POW" OR "BRAKT"... BUT "SPLUBP"? SHEESH.

ALWAYS PICKIN' ON ME! LOST MY BUDDY AND NOW ANOTHER ONE'A YOU HERO TYPES IS PICKIN' ON ME.

YOU NEVER COULD'A KNOCKED ME DOWN IF I'D *PLANTED* MYSELF! BUT I WAS FEELIN' SO BAD --WASN'T PAYIN' ATTENTION.

I DON'T KNOW WHAT YOU'RE MOANING ABOUT, SLIM, BUT YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN IS HERE TO SEE YOU DON'T GO TEARING UP THE CITY ANYMORE.

SAY, DID ANYONE EVER TELL YOU YOU'VE GOT A BAAAAD CELLULITE PROBLEM?!

KEEP MAKIN' WITH THE JOKES, RUBE.

BUT MEANWHILE, THE BLOB'S GOT YA!

MY ARM--IT'S STUCK! GOTTA PULL IT LOOSE!

HA! ONCE YOU SUNK YOUR FIST INTO MY PROTECTIVE LAYERS OF FAT, IT WAS EASY FOR ME TO TIGHTEN UP MY MUSCLES AND HOLD YOU!

TH-THIS IS EMBARRASSING! I FEEL LIKE I'M LOSING A FIGHT WITH THE PILLSBURY DOUGH-BOY!

15

MEANWHILE, OBSERVING THE BATTLE FROM AN UNOBTRUSIVE VANTAGE POINT, A FIGURE LURKS IN THE SHADOWS...

AH, I HAD HOPED TO GET A CHANCE TO OBSERVE SPIDER-MAN IN ACTION BEFORE I, MYSELF, FACE HIM!

U.S. MAIL

IF HE SURVIVES *THIS* ENCOUNTER, I SHOULD GLEAN ALL THE INFORMATION I NEED ABOUT HIS POWERS AND HIS NEW COSTUME.

THEN, WHEN I CONFRONT HIM, HE WILL BE HELPLESS, POWERLESS TO DEFEAT ME!

LET US HOPE, THEN, THAT HE DOES SURVIVE THE FIGHT WITH HIS ROTUND FOE, SO THAT *I* MAY BE THE ONE TO HUMBLE HIM.

STRUGGLE ALL YOU WANT, TWERP. WHEN THE BLOB'S GOT YOU, YOU STAY GOT!

LOOK, PAL-- LIKE THE BAKER SAID TO THE INSTANT BREAD: I DON'T ***KNEAD*** THIS!

YOK IT UP WHILE YOU CAN, SPIDER-MAN!

BUT YOU'RE MESSIN' WITH A GUY WHO NEARLY FOUGHT THE HULK TO A STANDSTILL!

I'LL BREAK YOU LIKE A TWIG!

16

AS THE BLOB FORCES THE WALL CRAWLER BACK... EVER BACK... THERE IS ONE **OTHER** ROOFTOP OBSERVER WHO IS CONCERNED WITH THE OUTCOME...

NO! THAT FAT CREEP IS TORTURING MY SPIDER! I'LL DITCH THIS CAMERA...

...AND HELP MY LOVER OUT!

SURPRISE, CHUNK-STYLE! SPIDER-MAN ISN'T TRAVELING ALONE THESE DAYS!

WHA-?!

CAT--NO! HE'S TOO DANGEROUS!

DON'T WORRY, LOVER! I'VE GOT A GOOD GRIP ON HIM!

IN A MINUTE HE'LL BE OUT COLD, CHOKING FROM MY ROPE!

=GAK!=

HUH?

NICE TRY, CHICKIE, BUT IT WON'T WASH!

17

MY MUTANT POWERS MAKE IT ALMOST IMPOSSIBLE FOR ME TO BE HURT! I CAN BARELY FEEL THAT LITTLE THREAD OF YOURS!

BUT JUST WAIT TILL I GET MY HANDS ON YOU!

CAT, BEAT IT! NOW!

I'M GONE!

OOF!

BAD LUCK! I WASN'T PLANTED SO I LOST MY BALANCE!

BAD LUCK, ALL RIGHT-- CAUSED BY ME!

YOU GUYS'LL PAY FOR THIS! JUST LIKE I'M GONNA MAKE EVERYBODY PAY!

OKAY, CAT. THANKS FOR BAILING ME OUT! I'LL HANDLE THINGS FROM HERE!

WHAT? BUT I--

HEY!

NO TIME TO DISCUSS IT!

PWIP

MOVING WITH A SPEED WHICH IS PRETTY MUCH WHAT ONE WOULD EXPECT FROM SOMEONE OF HIS BULK, THE BLOB LURCHES TOWARDS SPIDEY...

...WHO DODGES EASILY.

BUT...

YOU DON'T GET AWAY THAT EASY! I'LL SMASH YOU LIKE THE BUG YOU ARE!

SPIDER!

I'LL SAVE YOU!

ARE YOU GETTIN' ON MY BACK AGAIN? NOW THAT I'M RID OF YOUR BOYFRIEND, I'LL SCRAPE YOU OFF... FOR GOOD!

18

SKRASH

BY TRYING TO HURT *ME*, THE BLOB WILL CAUSE BAD LUCK TO BEFALL *HIMSELF* AGAIN. BUT WHAT WILL IT BE--?

LOOK OUT!

ARRGHH! SCALDING HOT SOUP, SPILLING ALL OVER ME!

HEY, HENRI, IS THAT SOUP READY YET? THE--YOW!

MY MASTERPIECE ...SHE IS RUIN! QUEL DOMAGE!

ALL RIGHT, CHILDREN, IT TAKES MORE THAN A LITTLE HOT SOUP TO SLOW DOWN THE BLOB! NOW I'M GONNA GRIND YOU INTO THE MAIN COURSE.

SHEESH! WHAT DOES IT TAKE TO STOP THIS GUY? HE MAY LOOK LIKE A REFUGEE FROM WEIGHT WATCHERS, BUT HE'S NEARLY AS UNBEATABLE AS THE JUGGERNAUT!

DON'T WORRY, SPIDER, I WON'T LET HIM HURT YOU!

19

YEAH?! WHAT'RE YA GONNA DO TO SAVE YOURSELF, SWEETS? ONCE I GET A HOLD OF YOU, I'M GONNA MAKE YOU WISH YOU'D NEVER BEEN--

BORRRRRR

KRUMMP

I CAN'T BELIEVE IT! THE ASPHALT JUST GAVE WAY BENEATH ME!

MY LUCK'S GOIN' FROM BAD TO WORSE!

THAT'LL TEACH YOU TO CROSS THE BLACK CAT'S PATH!

REALLY! WITH YOUR LOOKS AND SUCH ANTI-SOCIAL BEHAVIOR HOW DO YOU EXPECT TO MAKE ANY FRIENDS, BLOBBY?

FRIENDS? I--I HAD A FRIEND!

WATCH IT, CAT! HE'S HAULING HIMSELF OUT!

HERE HE COMES AGAIN! GET READY!

HE WAS MY ONLY FRIEND IN THE WHOLE WORLD, AND NOW...

20

...NOW HE'S DEAD!

NO... NO MORE FIGHTIN'!

WH-?! CAN YOU BELIEVE IT?

HE'S PASSING US RIGHT BY-- AS IF ALL THE FIGHT'S GONE OUT OF HIM!

Cola 8:27

POPEYES

007 NEVER SAY N AGAIN

Genuine SWISS ARMY KNIVES

TOW AWAY ZONE

WHAT IS HE MUMBLING ABOUT? SOME FRIEND OF HIS DIED?

I GUESS SO. IT LOOKS LIKE HE JUST WENT OUT OF CONTROL BECAUSE HE WAS GRIEF-STRICKEN.

GEE--I--I ALMOST FEEL SORRY FOR THE POOR SLOB.

N-NO MORE FIGHTING! I'M TIRED OF FIGHTING. SO TIRED -- I...

I JUST WANT TO BE LEFT ALONE... ALONE...

I'M ALL ALONE NOW. SO ALONE...

HOONNK

TOOT

BEEP

HEY, FATSO, MOVE IT! YOU'RE BLOCKING PROGRESS!

21

I JUST REALIZED WE FOUGHT OUR WAY UPTOWN RIGHT INTO TIMES SQUARE!

AND THE BLOB'S PLUNKED HIMSELF DOWN IN THE MIDDLE OF THE INTERSECTION OF BROADWAY AND 42nd STREET!

AND JUST IN TIME FOR THE MORNING RUSH HOUR, TOO!

TAXI

WELL, CAT, YOU REALLY HANDLED YOURSELF GREAT OUT THERE. YOU DID BETTER AGAINST THE BLOB THAN I DID!

I GUESS I *WAS* BEING OVER-PROTECTIVE TRYING TO KEEP YOU OUT OF THE ACTION. FORGIVE ME?

WELL, UH...

SURE! I TOLD YOU I WOULDN'T BE A HINDRANCE TO YOU, SPIDER.

MAYBE I SHOULD *TELL* HIM ABOUT MY NEW POWERS. BUT HOW WOULD HE REACT?

WHAT WOULD HE THINK IF HE LEARNED THAT I STRUCK A BARGAIN WITH HIS ARCH-FOE, THE KINGPIN, IN ORDER TO GAIN THOSE POWERS?

IT FIGURES I'D FIND YOU TWO INVOLVED WITH THIS.

CAPTAIN DeWOLFF!

THAT *IS* YOU IN THE NEW COSTUME I HEARD ABOUT, ISN'T IT, SPIDER-MAN?

YEP!

HOW'S MY FAVORITE POLICE OFFICER THIS MORNING?

CUT THE SMALL TALK, SPIDER-MAN! WE GOT THE REPORT ABOUT THE BLOB TEARING UP THE NEIGHBORHOOD BUT-- I SEE YOU TWO HAVE TAKEN ALL THE FIGHT OUT OF HIM!

RIGHT, GLAD TO BE OF SERVICE TO NEW YORK'S FINEST, CAP--

NEVER MIND THAT!

HE'S CAUSING TRAFFIC TIE-UPS AND GRIDLOCKS ALL OVER THE CITY. OUR PROBLEM NOW IS HOW TO GET HIM TO MOVE!

UH-UH! *YOUR* PROBLEM, CAPTAIN! WE STOPPED HIS DESTRUCTIVE RAMPAGE... TRAFFIC PROBLEMS WE LEAVE TO THE POLICE! TA-TA!

BU-BUT--! WAIT! COME BACK HERE! I--AH NUTS!

AND AS THE POLICE TRY TO DETERMINE A WAY TO MOVE A MAN WHO CANNOT BE MOVED, NEW YORK CITY SUFFERS FROM THE WORST CASE OF TRAFFIC CONGESTION IN ITS HISTORY...

HONK HONK HONK

MOVE IT OR LOSE IT!

=SOB=

BEEP

I'D HATE TO BE WAITING FOR AN AMBULANCE

WHAT'S THE HOLD UP?

PULL OVER!

NEW YORK NEW YORK--

NO, *YOU* PULL OVER!

HONK BLEET

#$%*!! TRAFFIC!

BE HERE AS SPIDEY AND THE BLACK CAT FACE A MYSTERIOUS NEW FOE:

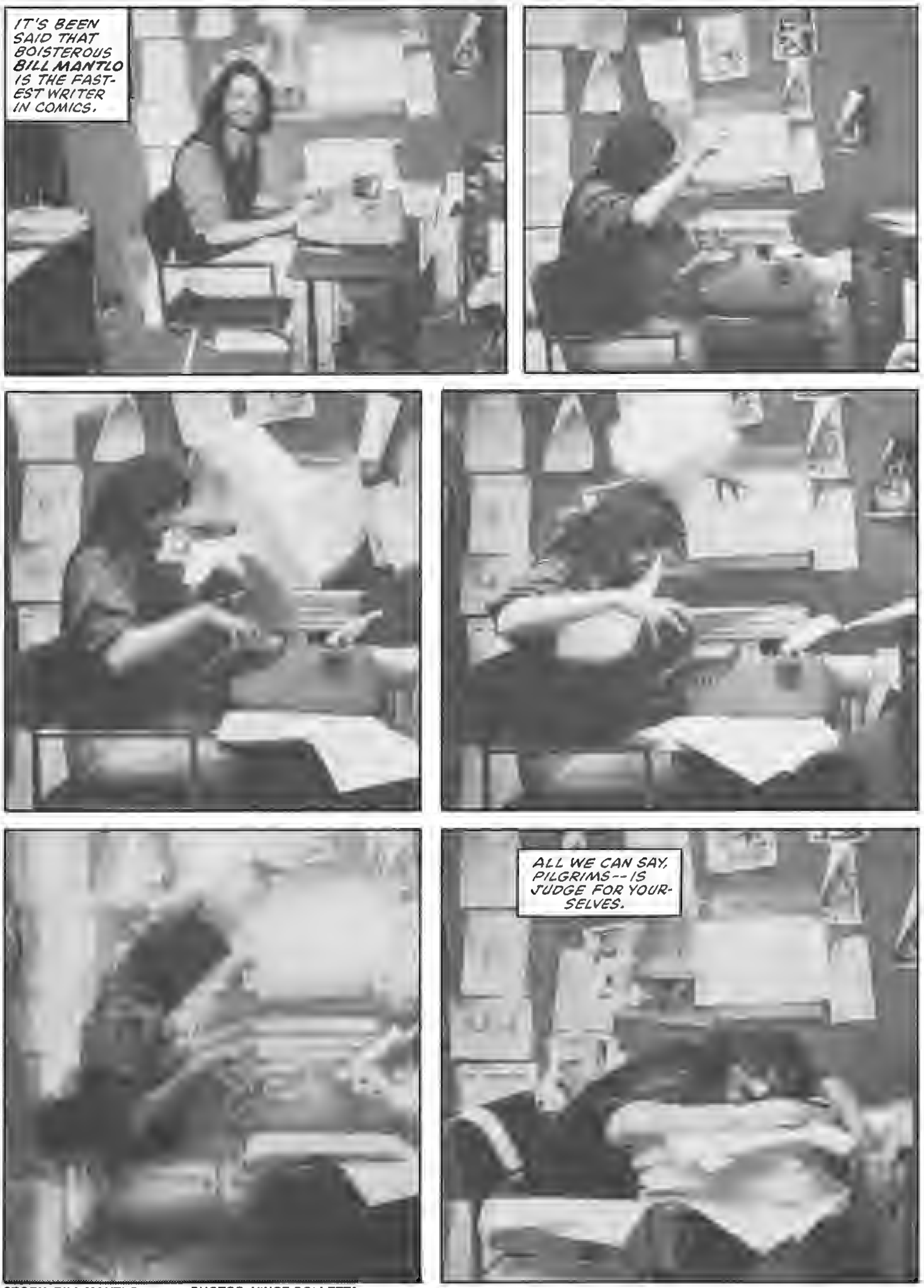
NEXT ▶ THE ANSWER!

Illustrated in 1984, this Arthur Adams pinup evoking the key characters of that era's *Spectacular Spider-Man* finally saw print in *Marvel Fanfare* #37 (April 1988).

The Marvel Fumetti Book (April 1984) infiltrated the Bullpen and came out with proof of hijinx, including these features on Bill Mantlo and the Spider Office.

THE FASTEST WRITER IN THE WORLD

STARRING: BILL MANTLO


IT'S BEEN SAID THAT BOISTEROUS BILL MANTLO IS THE FASTEST WRITER IN COMICS.
ALL WE CAN SAY, PILGRIMS -- IS JUDGE FOR YOURSELVES.

STORY: BILL MANTLO **PHOTOS: VINCE COLLETTA**

THE SPIDER-MAN PLOT SESSION

STARRING: TOM DEFALCO, AL MILGROM, DANNY FINGEROTH and BOB DENATALE

I'M AFRAID I HAVE TO AGREE WITH DANNY, TOM ...NOT TO CAST ASPERSIONS ON YOUR PLOT...
BUT WHILE WE'RE TALKING PLOTS, DANNY, THAT FIGHT SCENE IN PETER PARKER--

STORY: MIKE CARLIN PHOTOS: VINCE COLLETTA SPECIAL EFFECTS: ARTHUR ADAMS

WELL, JUDGING FROM THE ANGLE BOB SAILED OUT THE WINDOW AND THE WAY HE'S HIT THE PAVEMENT... I'D HAVE TO SAY YOU'RE RIGHT IN THIS INSTANCE, AL.
I LOSE MORE ASSISTANTS THIS WAY.

HE'D USE HIS MECHANICAL ARMS TO SQUEEZE THE LIFE OUTTA SPIDEY, LIKE THIS!
ULP.
BUT, SPIDEY WOULDN'T TAKE A COTTON TO A MOVE LIKE THAT, EITHER!

COME DOWN HERE, YOU-- YOU--!

I'M GETTIN' OUTTA HERE!

WHAT HAVE I DONE?

DANNY FINGEROTH EDITOR

SLAM!

CRASH! BASH!

WILL YOU LISTEN TO THOSE GUYS GO AT IT?

SHOOTER'LL KILL ME IF EITHER OF THOSE GUYS IS HURT!

DeNATALE WAS EXPENDABLE-- BUT MILGROM AND DeFALCO WE NEED!

SMASH!

OH, DANNY? DANNY FINGEROTH? COULD YOU STEP IN HERE?

?

WELL, TOM, I THINK OUR LITTLE SHOW HAS TAUGHT ANOTHER NEW MARVEL EDITOR THAT YOU'VE GOT TO STAY ON TOP OF THE FREELANCERS OR THEY'LL GO WILD!

YEAH, I THINK DANNY'LL BE A FINER EDITOR THANKS TO US *OLD TIME EDITORS.* IT IS UP TO US TO PASS THE EDITORIAL BATON DOWN THROUGH THE AGES. TOO BAD ABOUT THE DENATALE KID THOUGH! OH WELL, WHAT'S ONE ASSISTANT EDITOR COMPARED WITH WHAT WE'VE DONE FOR DANNY AND MARVEL THIS DAY?

GAK! GAK!

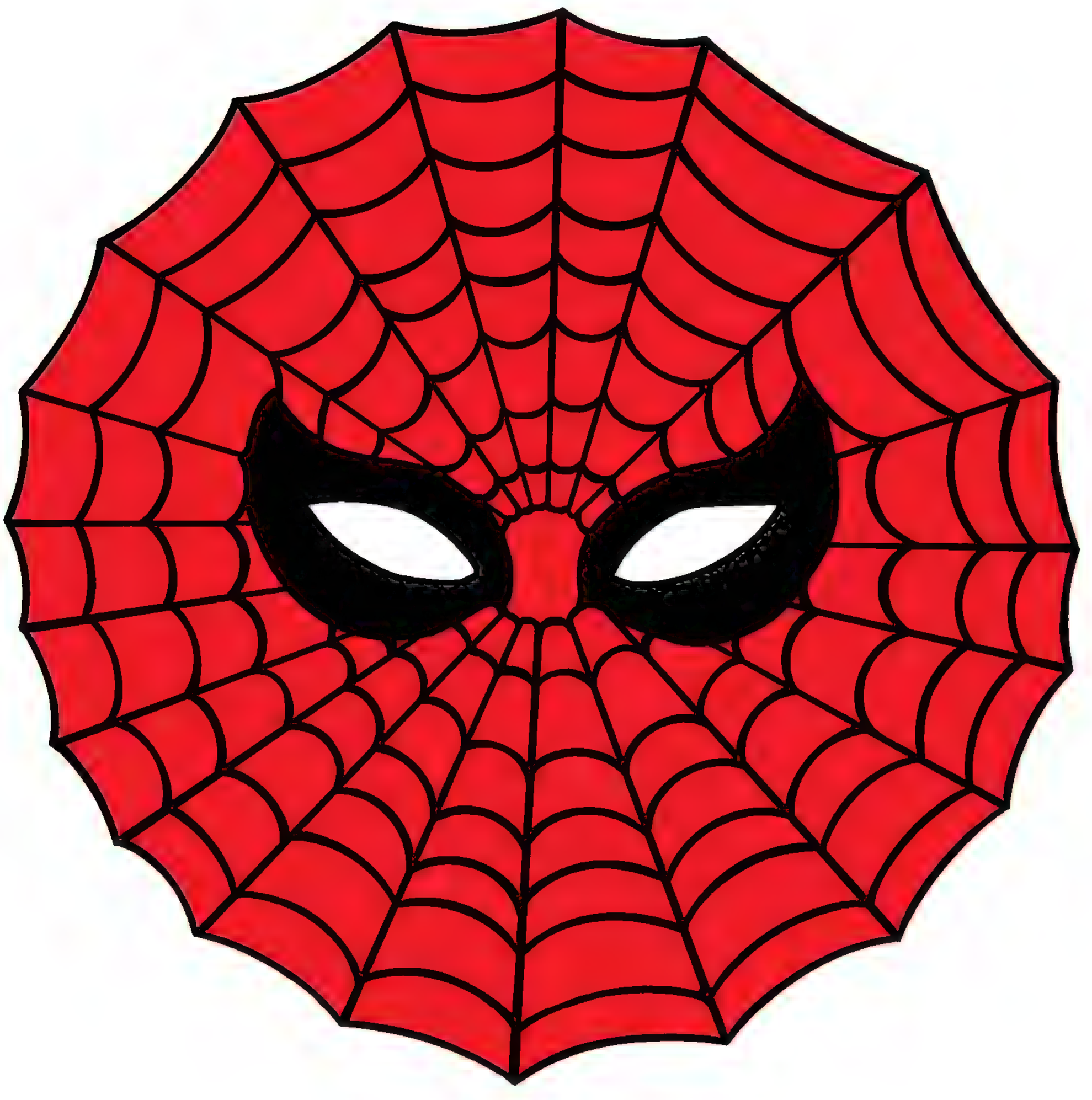
END

But Wait! There's More!

Peter Parker, The Spectacular Spider-Man #89 marked the end of Bill Mantlo's almost decade-long tenure as a prime mover behind Marvel's world-famous web-slinger. But it wouldn't be his final word on Spider-Man…

In 1989, Mantlo took one last spin 'round the ol' spider web. It was a story that paired Spidey with another character that Mantlo made an indelible mark on, and a story that featured artwork by perhaps Mantlo's most celebrated collaborator.

Don't wonder, just turn the page and enjoy…



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MARVEL FANFARE™

EDITORI-AL

SOME TIME AGO...

YEAH, YOUR FIRST TWO ISSUES OF FANFARE WERE A BIG HIT, MICHAEL. Y'SAY YOU'LL HAVE THAT NEW JOB DONE SOON?

GREAT! 'BYE, NOW.

WELL, I GUESS I'VE GOT TIME FOR A LITTLE SNOOZE BEFORE HIS NEXT STORY COMES IN...

AH, THAT MICHAEL GOLDEN... HE'S NOT ONLY GOOD, HE'S RELIABLE, TOO...

ZZZZZZ

TIME PASSES...

ZZZZZZ

AND MORE TIME PASSES, UNTIL...

MAIL CALL! HERE'S THAT ARTWORK FROM GOLDEN YOU'VE BEEN WAITIN' FOR!

HUH?! WHUZZAT?! I GUESS I MUSTA REALLY DOZED OFF THERE FOR A MINUTE!

FROM NOW ON THE FANS'RE GONNA HAVE TO CALL ME RIP VAN WINK-AL!*

NICE ART JOB, THOUGH.

*BY WAY OF EXPLAINING WHY --IN THIS ISSUE-- THE HULK IS GREEN-- NICK FURY'S STILL HEAD OF SHIELD AND WHY SPIDEY HAS HIS OLD COSTUME BA...ER, SCRATCH THAT!

"I GREW UP HERE, COUNCILMAN. MAYBE IT WASN'T PARADISE, BUT IT WAS A NEIGHBORHOOD."

"THAT WAS A LONG TIME AGO, MR. JAMESON."

"BUT PEOPLE STILL LIVE HERE..."

"YOU CALL THIS LIVING..."

YOU'RE A JOURNALIST, JAMESON. YOUR VOCATION CONDITIONS YOU TO SPEAK FOR THE "LITTLE MAN," TO WATCH FOR THE "HUMAN INTEREST" ANGLE.

A LAUDABLE ENDEAVOR, I ASSURE YOU.

I, ON THE OTHER HAND, AM A PRAGMATIST--A MODERNIST. I HAVE TO LOOK AT THE BIG PICTURE AND DECIDE WHAT'S BEST IN THE LONG HAUL FOR MY DISTRICT.

YOU'RE A POLITICIAN, WADE. THESE PEOPLE ARE YOUR CONSTITUENTS. YOU'RE SUPPOSED TO SERVE THEIR INTERESTS.

I SERVE THE INTERESTS OF THE TAXPAYERS WHO ELECTED ME, JAMESON.

AND THE POOR--?

THE POOR DON'T VOTE. THOSE THAT DO WANT REVITALIZATION, MODERNIZATION...

SORRY I'M LATE, MR. JAMESON.

I SEEM TO BE COMING DOWN WITH SOME SORT OF FLU...

"YEH," GROWLS J. JONAH JAMESON TO THE NEWLY-ARRIVED PETER PARKER, "LISTENING TO WADE HERE TALK ABOUT BULLDOZING THIS NEIGHBORHOOD, DISRUPTING THE LIVES OF THOUSANDS OF PEOPLE, I'M BEGINNING TO FEEL A LITTLE SICK MYSELF."

YOUR PUBLISHER'S A BIT OF A HYPOCRITE, SON.

TELL ME, JAMESON--WHEN A PRINTING PRESS GETS OLD, WHEN IT CAN'T DO THE JOB, DO YOU KEEP ON REPAIRING IT,...OR DO YOU THROW IT OUT AND GET A NEW ONE?

I'LL TELL YOU... FOR EFFICIENCY'S SAKE, YOU BUY A NEW ONE.

WHY? BECAUSE THE NEWS CAN'T WAIT!

WELL, SOCIETY CAN'T WAIT, EITHER.

PROGRESS DEMANDS GROWTH, CHANGE!

AND, AS FOR THOSE UNWILLING TO, OR INCAPABLE OF ACCOMODATING THEMSELVES TO THE DEMANDS OF CHANGE...

Stan Lee presents

RENOVATION

BILL MANTLO CO-PLOT & SCRIPT | JIM NOVAK LETTERS | AL MILGROM EDITOR | TOM DeFALCO EDITOR IN CHIEF | MICHAEL GOLDEN EVERYTHING ELSE!

AH, ROGER, HELICARRIER--THIS IS COMMAND CAPSULE 14-220--MAMA BIRD HOMIN' IN ON HER EGG!

AN' THAT'S ENOUGH OF THAT FLIGHT-JOCKEY LINGO! FROM NOW ON, YER GETTIN' ARMY ENGLISH!

TARGET'S DEAD-AHEAD--AN' WE'RE COMIN' IN RIGHT ON THE MONEY!

HIS NAME IS NICHOLAS FURY. HIS RANK IS COLONEL. HE COMMANDS THE ULTRA-SECRET SECURITY FORCE KNOWN AS THE SUPREME HEADQUARTERS INTERNATIONAL ESPIONAGE LAW-ENFORCEMENT DIVISION...

...S.H.I.E.L.D.!

HOW YA HOLDIN' UP BACK THERE, DOC?

THE "DOC" SITTING AFT IN THE SCIENCE SHUTTLE IS DR. BRUCE BANNER, ONE OF THIS COUNTRY'S FOREMOST NUCLEAR PHYSICISTS.

FIT AS A FIDDLE, FURY-- CONSIDERING I MUST BE WEARING 200 POUNDS OF SPACE SUIT!

BRUCE BANNER IS AN ACKNOWLEDGED EXPERT ON GAMMA RADIATION. THAT IS ONE REASON FOR HIS BEING ABOARD THIS FLIGHT.

THE OTHER IS THAT HE IS ALSO CAPABLE OF TRANSFORMING HIMSELF INTO THE AMAZING ENTITY KNOWN AS THE INCREDIBLE **HULK!**

YA WON'T FEEL THE WEIGHT OF YER SUIT IN SPACE, DOC!

AN' THE TECHNOS HAD TA SIZE IT BIG! YOU KNOW WHY!

THERE'S OUR OBJECTIVE-- THE **SENSOR SATELLITE!** YOU READY?

READY AND WILLING, FURY!

YEARS AGO, THE EXPLOSION OF A GAMMA BOMB OF HIS OWN MAKING ALTERED BRUCE BANNER'S LIFE.

AT FIRST AT SUNSET, THEN LATER WHEN HE BECAME ANGRY, SCARED, OR ENDANGERED, HIS PULSE WOULD POUND, HIS HEART WOULD RACE...

...TRIGGERING AN INCREDIBLE, UNCONTROLLABLE TRANSFORMATION.

MAN INTO MONSTER.

THAT'S ANCIENT HISTORY.

RECENTLY, A SERIES OF EVENTS GAVE BANNER TOTAL CONTROL OVER THE CHANGE. THE HULK'S SAVAGE PERSONA VANISHED...

...AND IT WAS THE CALM, RATIONAL SCIENTIST WHO COULD, AT WILL, BECOME THE GREAT GREEN GOLIATH.

NOW, MORE THAN EVER BEFORE, BRUCE BANNER IS THE HULK!

SUIT FITS SNUG NOW, FURY.

TOLJA SO, DIDN'T I?

WITH GREAT POWER CAME GREAT RESPONSIBILITY. BANNER KNEW THAT.

THUS THE SCIENTIST DEDICATED THE HULK'S MIGHT TO THE SERVICE OF MANKIND.

S.H.I.E.L.D. ASKED HIS HELP.

ONE OF THEIR DATA-GATHERING SATELLITES WAS IN TROUBLE.

BOMBARDED BY INCREDIBLY INTENSE GAMMA RAYS, NO ONE DARED TO GO NEAR IT.

BUT THE HULK THRIVED ON GAMMA RAYS, DIDN'T HE? BANNER UNDERTOOK THE MISSION.

THAT WAS THE GOOD DOCTOR'S FIRST MISTAKE.

THINKING THE HULK INCAPABLE OF BEING HARMED BY ANYTHING WAS HIS SECOND.

FURY! THERE'S SOMETHING ON THE SATELLITE!

IT--IT ALMOST LOOKS ALIVE!

IT'S FLOWING TOWARD ME--AS IF SENSING MY PRESENCE...

...AND ENTERING MY SUIT BY EATING THROUGH THE SEAL ON MY UMBILICAL-TETHER!

FURY!!!

I'M COMIN', DOC! I'M REELIN' YA IN!

COMMAND CAPSULE TA HELICARRIER! MISSION'S SCRUBBED!

WE GOT TROUBLE!

THE ENORMOUS BULK OF THE S.H.I.E.L.D. HELI-CARRIER HOVERS HIGH ABOVE EARTH'S GREEN HILLS IN THE PLANET'S UPPER ATMOSPHERE.

ABOARD IT IS SOME OF THE MOST SOPHISTICATED INSTRUMENTATION IN AMERICA'S SCIENTIFIC ARSENAL.

ABOARD IT, ALSO, ARE SOME OF AMERICA'S FINEST SCIENTIFIC MINDS.

THEIR PRESENCE IS ESSENTIAL TO OPERATE THE INSTRUMENTATION WHICH THEIR GENIUS INVENTED.

AT THIS MOMENT, WITHIN A SPRAWLING SICK BAY, THE ATTENTION OF BOTH MEN AND MACHINES IS ON A GREAT GREEN GOLIATH WHO LIES SEEMINGLY LIFELESS IN THE INVISIBLE GRIP OF A STASIS-FIELD.

THE INCREDIBLE HULK HAS BEEN HARMED BY THE ALIEN ORGANISM THAT HAD ATTACHED ITSELF TO THE SATELLITE, AND S.H.I.E.L.D. IS TRYING TO ASSESS THE EXTENT OF THAT HARM.

OF ALL THE DING-BLASTED--! I TALKED BANNER INTO ACCEPTIN' THIS MISSION! WHAT'S THE PROGNOSIS, DOC?

THE HULK'S RUNNING AN EXTREMELY HIGH FEVER, COLONEL FURY.

IT'S AS IF HE WERE PRODUCING AN UNIMAGINABLE QUANTITY OF GAMMA-ANTIBODIES TO COMBAT THE ALIEN BIO-PLASM THAT HAS ATTACHED ITSELF TO HIM--

--AND WHICH, EVEN NOW, IS ATTEMPTING TO INTEGRATE ITSELF INTO THE HULK'S AUTONOMIC NERVOUS SYSTEM.

"IT'S A MERCY THAT HE'S STAYING UNCONSCIOUS THROUGH IT ALL."

CORRECTION: THE INCREDIBLE HULK IS AWAKE.

IN AGONY.

ANGRY.

TH-THE HULK'S RISING UP-- FREE OF THE STASIS-FIELD!

IMPOSSIBLE! THAT FIELD SHOULD TURN HIS OWN STRENGTH BACK AT HIM IN THE FORM OF INERTIA-FORCE!

NICE THEORY! TOO BAD IT ISN'T WORKING!

GRAARRR!

SKRAKK!

LISTEN TA HIM GROWLING! THAT AIN'T A HULK WITH BRUCE BANNER'S BRAIN COMIN' AT US!

THE ALIEN ORGANISM'S MADE THE HULK A *MONSTER* AGAIN!

UNGGHH!

COL. FURY-- GET OUT OF HIS WA--!

TOO LATE. NICK FURY GOES DOWN HARD...

BA-THOOM

...AS THE HULK GOES THROUGH THE BULKHEAD ON A RAMPAGE THAT WILL CARRY HIM THE LENGTH OF THE HELICARRIER.

COL. FURY? NO RESPONSE. HE'S OUT COLD.

A PRELIMINARY EXAMINATION REVEALS THAT THE S.H.I.E.L.D. COMMANDER HAS INCURRED A FEW BROKEN RIBS AND A POSSIBLE CONCUSSION.

THE COLONEL WON'T BE WAKING UP FOR QUITE SOME TIME.

BRIDGE? THIS IS QUARTERMASTER WALDO IN SICKBAY. COLONEL FURY'S HURT AND A SAVAGE HULK IS LOOSE IN THE HELICARRIER.

SOUND BATTLE-STATIONS...AND GET A MED-TEAM OVER HERE FAST!

QUARTERMASTER WALDO SOUNDING BATTLE-STATIONS?

INTERCARRIER COMMUNICATIONS CONFIRM HIS REPORT. THE HULK IS LOOSE AND WREAKING INCREDIBLE HAVOC.

RAISE WALDO ON THE INTER-CARRIER-COM.

WALDO, THIS IS CAPTAIN LOFFLER ON THE BRIDGE. WE'RE TRACKING THE HULK.

STAY PUT, AND WE'LL GET YOU AND THE COLONEL OUT OF THERE SOON.

LOFFLER, CHECK YOUR COMMAND MANUAL. WITH FURY OUT AND AGENTS DUGAN AND JONES OFF-SHIP, I'M NEXT IN RANK.

I GIVE THE ORDERS, I CALL THE SHOTS.

AND I WANT THE HULK OFF MY SHIP BEFORE HE CAUSES ANY FURTHER DAMAGE!

PURSUANT TO ORDERS, THE HULK IS LOCATED AND ISOLATED IN AN AFT CUBICLE.

ANOTHER ORDER AND THE AIRLOCK SEALS IN THE CUBICLE ARE BLASTED AWAY BY REMOTE CONTROL.

HIS HOWLING LOST AMIDST THE SHRIEK OF EXPELLED AIR, THE JADE GIANT IS JETTISONED INTO SPACE.

RARRR!

PHOOM

KA-BLOW

GRARRRR...

EARTH AWAITS FAR, FAR BELOW.

EARTH... AND THE SOUTH BRONX.

THEM'S PRETTY NICE CAMERAS YOU GOT THERE, AMIGO!

I LIKE TO TAKE PICTURES, TOO!

YEAH, WELL... I DO IT AS A JOB, Y'KOW... FOR THE DAILY BUGLE. THEY'RE DOING A STORY ON CONDITIONS IN THIS NEIGHBORHOOD WHICH IS BEING SLATED FOR URBAN RENEWAL, AND MY ASSIGNMENT IS TO PHOTOGRAPH THE LOCAL LIFESTYLE...

MAN, WE *ARE* THE LOCAL LIFESTYLE! NOW LEMME SEE THAT NIKON!

BLECH! MY STOMACH JUST TURNED OVER AS MY *SPIDER-SENSE* KICKED IN! BUT WHAT'S IT REACTING TO? NO REAL DANGER FROM THESE PUNKS, BUT FROM...

THE *SKY!* SOMETHIN'S FALLIN' OUTTA THE SKY!!!

RIGHT.

WHAT THE HECK--?! METEORITE? BOMB?! WHATEVER--THE IMPACT'S BOWLED OVER MY WOULD-BE MUGGERS--

--LEAVING THEM TOO DAZED TO NOTICE THAT I'M FLIPPING AWAY WITH A BIT OF *SPIDER-AGILITY!*

SKROOM

MADREDE-DIOS! THAT EXPLOSION--LIKE AN A-BOMB!

TH-THE WHOLE NEIGHBORHOOD SHOOK!

THIS IS THE END, MAN--THE *END!*

HEY! WHERE'D THAT SKINNY DUDE GO?

PETER PARKER IS GONE.

GONE...

...BUT NOT GONE FAR!

THWIP

THWIP

WHAM

TH-THAT SIGN-- IT JUST MISSED US!

B-BUT WHAT HELD IT BACK?

AN EERIE CRIMSON LIGHT STABS DOWNWARD, ILLUMINATING THE ALLEY WALL.

A NICE IRONY... SPIDER-MAN SAVING THE LIVES OF PETER PARKER'S WOULD-BE MUGGERS.

SPIDER-MAN!

BUT WHAT PLACED THEM IN DANGER IN THE FIRST PLACE?

THAT THING... WHATEVER IT WAS... THAT FELL FROM THE SKY.

IT WASN'T A BOMB, OR, IF IT WAS, IT DIDN'T GO OFF!

THMP

BUT IT DID LEAVE ONE HECK OF AN *IMPACT CRATER!*

=KOFF! KOFF!=

ACK! THERE GOES MY STOMACH AGAIN--DOING FLIPS AS SOON AS MY SPIDER-SENSE KICKS IN!

GREAT! MAYBE I'M ALLERGIC TO *MYSELF!*

BUT WHERE'S THE DANGER THIS TIME? ALL I SEE IS A...

...HO-LY--!!!

OH, *NO!*

NOT *HIM!*

NOT *HERE!*

NOT *NOW!*

WE'VE LOCATED THE HULK, QUARTER-MASTER.

IN NEW YORK CITY... THE *SOUTH BRONX* TO BE EXACT.

ALIVE? AFTER THAT FALL?!

SOME OF US HAVE FOUGHT THE HULK BEFORE, QUARTER-MASTER.

WE *KNOW* HIS SAVAGE STRENGTH, HIS NEAR-INVINCIBILITY.

HE SHOULD HAVE BEEN RESTRAINED PASSIVELY PENDING NICK'S RETURN TO CONSCIOUS-NESS, WALDO.

BY ASSERTING YOUR AUTHORITY, YOU'VE JEOPARDIZED THE SAFETY OF COUNTLESS THOUSANDS.

CONTESSA VALENTINA ALEGRO DE FONTAINE, YOU MAY BE A VALUED FIELD AGENT AND A CLOSE CONFI-DANTE OF COL. FURY... BUT *I* AM IN COMMAND HERE!

THE THREAT OF THE HULK WILL BE DEALT WITH... *MY* WAY!

THEN YOU'D BETTER START DEALING, QUARTERMASTER.

THE HULK IN NEW YORK! WAIT A MINUTE! WHAT'S THE PROBLEM?

THE HULK'S GOT BRUCE BANNER'S *MIND* NOW, DOESN'T HE? SURE!

I WAS THERE AT THE BIG CELEBRATION FOLLOWING HIS PRESIDENTIAL PARDON!

SO THERE'S NOTHING TO WORRY ABOUT! THE HULK'S *NOT* A MONSTER ANYMORE!

RIGHT?

GRARRGHH!

THE HULK *IS* A MONSTER AGAIN, QUARTERMASTER! THE ALIEN ORGANISM ATTACHED TO HIS NERVOUS SYSTEM HAS SUBMERGED BRUCE BANNER'S MIND... OR ELSE BANNER'S MIND HAS RETREATED TO ESCAPE THE PAIN!

IN ANY EVENT, A SAVAGE HULK IS IN NEW YORK--AND *YOU* TURNED HIM LOOSE!

I DID WHAT I THOUGHT BEST TO SAFEGUARD THE HELICARRIER, CONTESSA!

THIS SILVER BRAID ON MY SLEEVE GAVE ME THE AUTHORITY TO ISSUE THE ORDER I DID.

ALSO, I'M AWARE OF THE HULK'S POWER, OF HIS UNPRECEDENTED POWERS OF DESTRUCTION--

--AND I'M TAKING STEPS TO ENSURE THAT HE IS SUBDUED...*NOW!*

00:00

LAUNCH

FOR A SECOND, THE GREAT HOVERING HELICARRIER SEEMS TO SHUDDER IN THE SKY...

...AND THEN *DESTRUCT-DRONES* LEAP FROM ITS FORWARD TUBES...

...AND DIVE SCREAMINGLY EARTHWARD!

THE WAY OL' GREENSKIN'S GROWLING, I'LL BET DOLLARS TO DOUGHNUTS THAT DOC BANNER'S NOT CONTROLLING THE SHOW THIS GO 'ROUND!

GREAT! THE RAMPAGING HULK IS BACK--

--AND THE LOCAL GENTRY IS ASSEMBLING FOR THE FREE ENTERTAINMENT! NOW I'VE NOT ONLY GOTTA WORRY ABOUT THE PISTACHIO POWERHOUSE--

--BUT ABOUT PROTECTING *THEM* AS WELL!

GRAARRGHH!!

AND, ON TOP OF IT ALL, I FEEL AS IF I'VE GOT THE NEW YORK GIANTS HAVING A SCRUB GAME IN MY GUT!

I STARTED OUT TODAY SICK--AND I'M GETTING SICKER BY THE SECOND!

SO NAUSEOUS NOW I COULD BARELY AVOID THE BIG GUY'S BLOW!

SHOULD'VE LEPT EASILY OVER HIM, INSTEAD I'VE LANDED SMACK ON HIS...

HEY!

THE HULK'S --HOT!

BURNING UP, IN FACT-- LIKE WITH FEVER! CAN HE--

KOFF KOFF

...BE SICK LIKE ME?!

CAN THAT SICKNESS BE WHAT'S DRIVEN HIM WILD AGAIN, OR...

HOLY SMOKES! WHAT'S THIS AFFIXED TO THE HULK'S NECK!

KOFF KOFF KOFF

OH, NO! I COUGHED SO HARD I LOST MY GRIP!

I'M MY OWN WORST ENEMY! I DON'T NEED THE HULK TO HELP ME KILL MYSELF--

--BUT HE CERTAINLY SEEMS WILLING TO CONTRIBUTE!

NO TALKING ANY TIME

SKLANG

SKRASH

¡OYÉ! MY CAR!

MY STORE!!

THEN, THE INCREDIBLE HULK SEEMS TO HESITATE, HIS FEARSOME FEATURES REFLECTING AN INTENSE INNER STRUGGLE.

SPIDER-MAN ...IS... NOT... MY... ENEMY!

BRUCE BANNER SEEMS ALMOST ON THE VERGE OF OVERCOMING THE ALIEN BIOPLASM AND REASSERTING CONTROL OVER HIS EMERALD ALTER-EGO...

...WHEN THE DESTRUCT-DRONES STRIKE!

VREET

VREET

VREET

RAAARRGHH!

VREET

VREET

WALDO, THE HULK WAS ON THE VERGE OF CALMING DOWN! YOU'VE *ENRAGED* HIM AGAIN! *BESIDES* THAT, THE WEAPONRY YOU'VE UNLEASHED AGAINST HIM IS JUST AS LIKELY TO DESTROY THAT NEIGHBOR-HOOD AS THE HULK IS!

FIRST YOU TELL ME THE HULK'S A MENACE WHO MUST BE STOPPED, CONTESSA--AND THEN YOU FAULT MY METHODS! YOU CAN'T HAVE IT BOTH WAYS!

AS FOR THE DESTRUCT-DRONES, THEY'RE PATCHED INTO LOGIC-SYSTEMS THAT DETER-MINE PRECISELY THE KIND AND QUANTITY OF FORCE REQUIRED TO *CONTAIN* THE HULK!

THE SURROUNDING COMMUNITY IS IN NO DANGER FROM THEM!

LOOK OUT!

I RECOVERED JUST IN TIME TO SAVE THESE PEOPLE FROM THE FLAMING DEBRIS!

=KOFF KOFF=

WHOEVER'S ATTACKING THE HULK DOESN'T SEEM TO CARE THAT THIS IS A DENSELY-POPULATED NEIGHBORHOOD!

I'VE GOTTA CLEAR THE AREA BEFORE SOMEBODY GETS HURT!

LISTEN TO ME! THINGS ARE GOING TO :KOFF: GET PRETTY HAIRY AROUND HERE! BEAT IT BEFORE...

¿QUE? ¿QUE SE DICE?

HUH? SPANISH?! OKAY, I'LL TRY...

UH, VAMOS! SCRAM! SCAT!

GET OUT OF HERE!

SO MUCH FOR MY MASTERY OF LANGUAGES!

:KOFF KOFF: GLAGGH!

I FEEL NAUSEOUS AGAIN!

HAPPENS EVERY TIME MY *SPIDER-SENSE* CUTS IN! HEY! MY SPIDER-SENSE--

THE DESTRUCT-DRONE CONTINUES PAST SPIDEY AND HEADS FOR THE HULK--

--WHO DOES *NOT* CHOOSE TO DODGE IT!

GRRARGHH!

--IT'S WARNING ME TO LOOK THE HECK OUT!!!

YE-OOW!

SMASH

KROOM

OH, MY GOD!

:KOFF KOFF:

THE HULK-- THE DRONE --THE BUILDING... GONE!

TOTAL DEVASTATION! THANK HEAVENS! THE PLACE WAS ABANDONED! EH?

THE TWO REMAINING FLIVVERS HOMING IN ON THE AREA! THE WAY THEIR TURRETS ARE SWIVELING, IT LOOKS LIKE THEY'RE GETTING READY TO OPEN FIRE!

ON WHAT?! THERE'S NO ONE LEFT OUT HERE BUT *ME!* OH...

MY SPIDER-SENSE IS BUZZING AGAIN-- AND WITH IT, THE NAUSEA!

CAN'T CONCENTRATE! DIZZY! FEEL SO SICK...

:OOOLP!:

THE HULK! HE'S ALIVE--

--AND BUSTING OUT!

VREEET

GRR-RAARGHH!

VREEET

THOSE DRONE-DESTROYERS MUST HAVE SOME KINDA SOPHISTICATED SENSOR SYSTEMS TO HAVE DETECTED THE HULK'S LIFE SIGNS UNDER ALL THAT RUBBLE!

THEN AGAIN, MY SPIDER-SENSE WAS TRYING TO TELL *ME* THAT HE WAS THERE, TOO--

--ONLY I WAS TOO SICK TO ACT ON IT!

:KOFF KOFF KOFF:

I'M **STILL** SICK-- CAN BARELY CLING TO THIS WALL-- AND EVERY USE OF MY SPIDER-POWERS SEEMS TO MAKE ME SICKER!

I DON'T WANNA FIGHT! I JUST WANT TO STUFF MYSELF FULL OF ANTIBIOTICS--

--AND GO TO SLEEP FOR THE NEXT SIX WEEKS!

MAYBE THE HULK'LL SYMPATHIZE AND GO AWAY TILL THEN? I THINK I'LL ASK HIM...

OH, NO! WHAT'S THAT?

THE BUILDING, IT SEEMS, WASN'T TOTALLY ABANDONED.

BUT THE DESTRUCT-DRONES DON'T SEEM TO NOTICE...

RGWRRGH!

...AND THE ALIEN-DOMINATED AND ENRAGED HULK DOESN'T SEEM TO CARE!

I'VE GOTTA GET MYSELF OUTTA MY ANTIHISTAMINE HAZE AND DO SOMETHING TO SAVE THAT WOMAN AND HER KID!

WHY? BECAUSE WITH GREAT POWERS COME GREAT RESPONSIBILITIES--

--AND BECAUSE, BASICALLY, I'M JUST THAT KIND OF GUY!

OKAY :KOFF: LADY! GRAB YOUR :KOFF: KID AND HOLD ON!

¿QUE? ¡YO NO COMPRENDE...!

OH, PLEASE! DON'T REMIND ME OF MY LINGUISTIC SHORTCOMINGS :KOFF: NOW!

WE'VE GOTTA GET OUT OF HERE BEFORE THE HULK :KOFF: AND HIS ATTACKERS *BRING THE HOUSE DOWN!*

SKRABRADOOM!

WALDO!

IF IT WEREN'T FOR *SPIDER-MAN*, THAT WOMAN AND CHILD WOULD BE *DEAD* RIGHT NOW!

QUARTERMASTER, THE DESTRUCT-DRONES LOGIC-PATCHES DON'T SEEM TO BE WORKING PRECISELY AS PLANNED!

BUT THEN, YOU SENT THEM INTO COMBAT BEFORE THEY'D BEEN ADEQUATELY TESTED!

I, UH...

HOW DO I AUTHORIZE A RECALL?!

AS S.H.I.E.L.D. SCIENTISTS FURIOUSLY ATTEMPT TO REPROGRAM THE DESTRUCT-DRONES, SPIDER-MAN SURVEYS HIS SITUATION...

WE'RE NOT :KOFF: OUT OF THE WOODS :KOFF: YET!

SHE DOESN'T UNDERSTAND A WORD I'M SAYING! AND, GEEZ...

HER BABY'S SO QUIET, SO SKINNY! I'VE *READ* ABOUT URBAN CASES OF INFANT MALNUTRITION, BUT TO ACTUALLY *SEE* IT...!

LISTEN--TRUST ME! I'M GONNA WEB YOUR BABY TO YOUR ARMS SO YOU DON'T :KOFF: DROP HER--

...AND WE'RE GONNA GET :KOFF: OUT OF HERE... *NOW!*

SO SICK IS SPIDER-MAN THAT HE CAN BARELY STAND.

BUT HE PUSHES HIM SELF TO HIS LIMIT FOR THE SAKE OF HIS HELPLESS CHARGES.

OH, NO!

ANOTHER ONE OF THOSE DRONES! OKAY--DON'T PANIC!

IT'S NOT PAYING ANY ATTENTION TO US! WE SHOULD BE ABLE TO SLIP PAST IT...

KABLAM

VREET VREET

THE THIRD DESTRUCT-DRONE RISES UP FROM THE DEBRIS AND RENEWS ITS ATTACK ON THE HULK. IT IS IMMATERIAL THAT OTHER LIFE FORMS ARE IN ITS WAY.

CAUGHT IN A CROSS-FIRE!

LUCKILY, ONE OF THOSE LIFE FORMS NOT ONLY HAS THE PROPORTIONATE STRENGTH, SPEED AND AGILITY OF A SPIDER...

...HE ALSO KNOWS HOW TO GO INTO A WICKED SLIDE!

IF ONLY THE YANKEES COULD SEE ME NOW!

VREET VREET

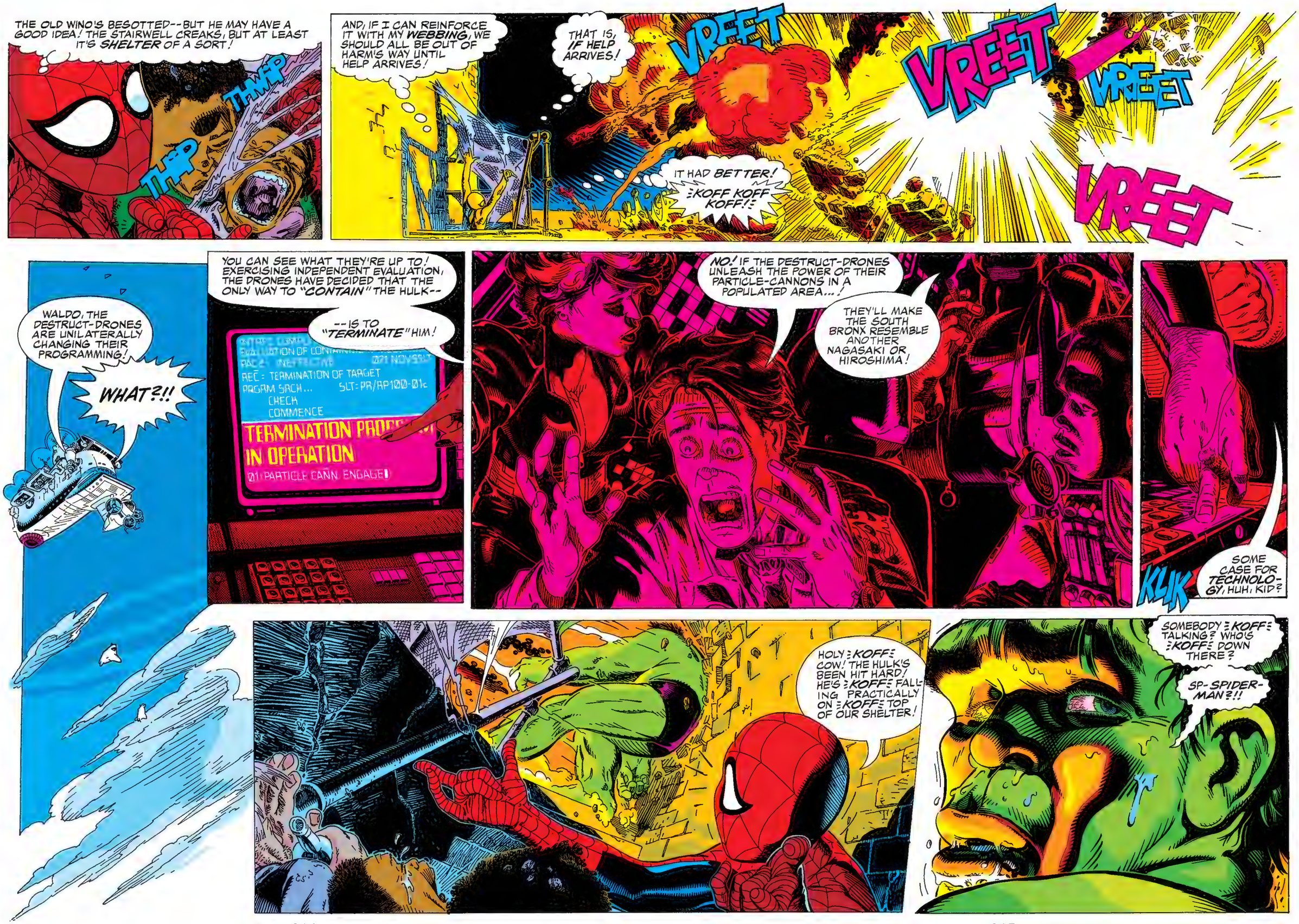
VREET

MOM'S SCARED--BUT HOLDING HERSELF TOGETHER! GOOD! BUT HER KID'S CRYING NOW!

AND WHO DO WE HAVE HERE?

THISH ISH MY SHTAIRWELL! I WASH HIDIN' FROM THE MARSHIANS HERE FIRSHT!

SHEESH!


THE OLD WINO'S BESOTTED--BUT HE MAY HAVE A GOOD IDEA! THE STAIRWELL CREAKS, BUT AT LEAST IT'S SHELTER OF A SORT!
THWAP
THWAP
AND, IF I CAN REINFORCE IT WITH MY WEBBING, WE SHOULD ALL BE OUT OF HARM'S WAY UNTIL HELP ARRIVES!
THAT IS, IF HELP ARRIVES!
VREET
VREET
VREET
VREET
IT HAD BETTER!
KOFF KOFF KOFF!
WALDO, THE DESTRUCT-DRONES ARE UNILATERALLY CHANGING THEIR PROGRAMMING!
WHAT?!!
YOU CAN SEE WHAT THEY'RE UP TO! EXERCISING INDEPENDENT EVALUATION, THE DRONES HAVE DECIDED THAT THE ONLY WAY TO "CONTAIN" THE HULK--
--IS TO "TERMINATE" HIM!
REC: TERMINATION OF TARGET
PROGRM SRCH... SLT: PR/RP100-01c
CHECK
COMMENCE
TERMINATION PROGRAM IN OPERATION
01: PARTICLE CANN ENGAGE
NO! IF THE DESTRUCT-DRONES UNLEASH THE POWER OF THEIR PARTICLE-CANNONS IN A POPULATED AREA...!
THEY'LL MAKE THE SOUTH BRONX RESEMBLE ANOTHER NAGASAKI OR HIROSHIMA!
KLIK
SOME CASE FOR TECHNOLOGY, HUH, KID?
HOLY KOFF COW! THE HULK'S BEEN HIT HARD! HE'S KOFF FALLING PRACTICALLY ON KOFF TOP OF OUR SHELTER!
SOMEBODY KOFF TALKING? WHO'S KOFF DOWN THERE?
SP-SPIDER-MAN?!!

I DON'T :KOFF: FEEL SO :KOFF: GOOD!

UNNGHHHH!

HUH?! THE HULK :KOFF: COUGHED JUST LIKE I'VE BEEN COUGHING, SEEMED TO SWAY--

--AND THEN :KOFF: COLLAPSED LIKE A TON OF BRICKS!

AND THAT WEIRD PULSATING STUFF I :KOFF: SAW STUCK ON THE BACK OF HIS :KOFF: NECK EARLIER--

--HAS TURNED SORT OF A DISGUSTING :KOFF: GREY AND STARTED TO :KOFF: FALL OFF!

NICE WORK, WALL-CRAWLER! YER THE FIRST GUY EVER T'KNOCK OUT THE INCREDIBLE HULK...

...BY GIVIN' HIM A COLD!

SHORTLY...

MAN, I BEEN HEARIN' THAT THEY HAD SOME KINDA PLANS FOR THE SOUTH BRONX--

--BUT I DIDN'T KNOW THEY WERE INTENDIN' TO USE IT TO STAGE *WAR GAMES!*

IT'S ALL RIGHT, MA'AM. WE'LL GET SOME FOOD INTO YOUR BABY--

--AND SET YOU UP WITH A HUMAN RESOURCES AGENCY THAT'LL HELP *YOU* TO FEED HER!

FURY, WOULD YOU KINDLY EXPLAIN =*KOFF*= TO ME EXACTLY WHAT THE =*KOFF*= DEVIL HAP-PENED HERE TODAY?

SURE. IT'S LIKE THIS...

SOMETIME LATER, AT THE OFFICES OF THE DAILY BUGLE...

THAT'S *IT*, PARKER? THE HULK WAS "POSSESSED" BY AN ALIEN ORGANISM THAT CAUSED HIM TO GO ON A MINDLESS--EVEN BY *HULK* STANDARDS--RAMPAGE? SO WHAT *KILLED* THE ORGANISM?

SPIDER-MAN! OR RATHER THE FLU-GERMS THAT *INFECTED* THE WEB-SLINGER.

IT SEEMS THAT THE ALIEN DIDN'T HAVE ANY *IMMUNITIES* TO ORDINARY EARTH BACTERIA! SPIDEY COUGHED ON IT--AND IT DIED!

LUCKY FOR US IT NEVER READ H.G. WELLS' WAR OF THE WORLDS!

=HMPH!= WELL, I KNEW THAT WALL-CRAWLER COULDN'T HAVE *INTENTIONALLY* DONE ANYTHING GOOD!

DAILY BU

BUT WITH *FURY* OUT OF ACTION, WHO IN BLAZES AUTHORIZED THOSE DESTRUCT-DRONES TO ATTACK IN A POPULATED NEIGHBORHOOD!

OH, JUST A JUNIOR OFFICER WITH DELUSIONS OF GRANDEUR! I UNDERSTAND HE'LL BE PULLING KITCHEN PATROL AT A SHIELD OUTPOST IN THE BOONIES SOMEWHERE!

THE SHAME OF IT IS THAT COUNCILMAN WADE GOT HIS WISH--THE NEIGHBORHOOD WAS RAZED!

TRUE--BUT THE POLLS SHOW HE'S GOT *NO* CHANCE OF BEING REELECTED. HE WON--BUT HE LOST.

REALLY? WELL, I'M JUST SICK...

HUH? SICK ABOUT THAT JERK LOSING HIS POST?

NO--JUST *SICK!* =KOFF= WHILE TAKING THOSE PHOTOS I MUST'A CAUGHT SPIDEY'S BUG, TOO!

THE END

Peter Parker, The Spectacular Spider-Man #82, page 1 original art
by Al Milgrom & Jim Mooney

82
The city seems peaceful. That peace is a lie. Even as I stand here, a War rages down on those rain-slashed streets.
A war between citizens and criminals--and the citizens are losing. I'm a Soldier in that war.
My misson: To protect the innocent victims of crime by punishing the criminals.
That's why I'm called the Punisher!
CRIME & PUNISHMENT!

Stan Lee PRESENTS: BILL MANTLO WRITER / AL MILGROM BREAKDOWNS / JIM MOONEY INKS / DIANA ALBERS LETTERS / BOB SHAREN COLORS / TOM DeFALCO EDITOR / JIM SHOOTER KINGPIN

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Courtesy HeritageAuctions.com

Peter Parker, The Spectacular Spider-Man #83, page 11 original art
by Greg LaRocque & Jim Mooney

THE SPECTACULAR SPIDER-MAN 83 #12

CAT, HAVE YOU GONE OUT OF YOUR MIND??!!!

YOU'VE JUST COME OFF THE CRITICAL LIST! IT'LL BE MONTHS BEFORE YOU'RE FULLY RECOVERED FROM THE WOUNDS DOC OCK'S MEN INFLICTED!

MREEEEOWR

AND THAT *COSTUME!*

IT SYMBOLIZES YOUR CRIMINAL CAT-BURGLAR DAYS! YOU SWORE TO ME YOU'D NEVER WEAR IT AGAIN!

N-NO, I *NEVER* SWORE NOT TO BE THE *BLACK CAT* AGAIN, LOVER!

I SWORE TO *GO STRAIGHT!*

THERE'S A *DIFFERENCE!*

IS THERE?! WHAT HAVE YOU EVER DONE IN THAT COSTUME THAT WASN'T CRIMINAL?

I-I HELPED *YOU* SAVE NEW YORK CITY IN THIS COSTUME, SPIDER...

100% BLUE SURP

Courtesy HeritageAuctions.com

Peter Parker, The Spectacular Spider-Man #85, page 22 original art
by Al Milgrom & Jim Mooney

NOW! WHA--? CAT?!
SPIDEY, LOOK OUT! THE HOBGOBLIN'S RIGHT BEHIND YOU-- WHOOF!
SPIDER-MAN SOUGHT TO SNARE ME-- BUT THE CAT SPRUNG THE TRAP TOO SOON!
HA! THE FOOLS! THEY ARE THEIR OWN WORST ENEMIES!
NOW, WHILE THEY STAND DAZED, HOBGOB-LIN SHALL AWAY--
--TO RETURN AND FIGHT ANOTHER DAY!
SP-SPIDEY? WE BEAT HIM!
I COULD'VE HAD HIM, CAT!
INSTEAD, HE'S GETTING AWAY!
YOU'RE BLAMING ME FOR LOSING HIM, AREN'T YOU?
BUT I ONLY LEAPED IN TO SAVE YOU!
DOESN'T THAT COUNT FOR SOME-THING??
NEXT ISH:
THE RETURN OF THE FEARSOME FLY, IN A TALE WE CAN ONLY CALL...
BUGS!
YOU'LL HAVE TO READ IT TO SEE WHY!

Courtesy HeritageAuctions.com

Peter Parker, The Spectacular Spider-Man #91, page 2 original art
by Al Milgrom & Jim Mooney

THE SPECTACULAR SPIDER-MAN
91
2
2
YOU COME OUT OF NO-WHERE, WEARING A COSTUME I'VE NEVER SEEN--!
SO IT'S GOT A SPIDER SYMBOL ON IT. THAT DOESN'T MEAN ANYTHING-- ANYBODY COULD WEAR ONE.
HOW DO I KNOW YOU'RE REALLY MY SPIDER, THE MAN I LOVE?
WELL, FOR ONE THING, HOW MANY GUYS DO YOU KNOW--
--WHO CAN DO THIS--?
--OR THIS--?
--OR...
...THIS?!
WHULP! Y-YOU CAUGHT ME!
THAT WAS THE IDEA, WASN'T IT BEAUTIFUL?
HAVE THE BAD LUCK POWERS THE KINGPIN GAVE ME*FAILED ALREADY? HOW ELSE COULD SPIDER HAVE GRABBED ME WITH-OUT ANY HARM BEFALLING HIM...
*IN ISSUE #89--DANNY.
2
JIM MOONEY

Courtesy HeritageAuctions.com

Peter Parker, The Spectacular Spider-Man #91, page 15 original art
by Al Milgrom & Jim Mooney

THE SPECTACULAR SPIDER-MAN 91
19
SPLUBP
"SPLUBP"? WHAT KIND OF SOUND IS THAT? USUALLY WHEN I HIT A BADDIE I HEAR "POW" OR "BRAKT"... BUT "SPLUBP"? SHEESH.
ALWAYS PICKIN' ON ME! LOST MY BUDDY AND NOW ANOTHER ONE'A YOU HERO-TYPES IS PICKIN' ON ME.
YOU NEVER COULD'A KNOCKED ME DOWN IF I'D *PLANTED* MYSELF! BUT I WAS FEELIN' SO BAD --WASN'T PAYIN' ATTENTION.
I DON'T KNOW WHAT YOU'RE MOANING ABOUT, SLIM, BUT YOUR FRIENDLY NEIGHBORHOOD SPIDER-MAN IS HERE TO SEE YOU DON'T GO TEARING UP THE CITY ANYMORE.
SAY, DID ANYONE EVER TELL YOU YOU'VE GOT A BAAAAD CELLULITE PROBLEM?!
KEEP MAKIN' WITH THE JOKES, RUBE.
BUT MEANWHILE, THE BLOB'S GOT YA!
MY ARM--IT'S STUCK! GOTTA PULL IT LOOSE!
HA! ONCE YOU SUNK YOUR FIST INTO MY PROTECTIVE LAYERS OF FAT, IT WAS EASY FOR ME TO TIGHTEN UP MY MUSCLES AND HOLD YOU!
TH-THIS IS EMBARRASSING! I FEEL LIKE I'M LOSING A FIGHT WITH THE PILLSBURY DOUGH-BOY!
15

Courtesy HeritageAuctions.com

BIOGRAPHIES

BILL MANTLO

From the mid-'70s through the late-'80s, Bill Mantlo established himself as one of the most dedicated writers in the comics industry, writing hundreds of stories across dozens of titles, primarily for Marvel Comics.

Mantlo broke into comics as a colorist, but it wasn't long before he was given a crack at writing a fill-in story, a "Sons of the Tiger" story in the black-and-white *Deadly Hands of Kung Fu* magazine, and his true comics talent began to emerge. The quality of his work led to his installation as that book's regular writer, a tenure that included the notable achievement of introducing comics' first Puerto Rican hero, the White Tiger.

After achieving notoriety within the Marvel offices as a guy who could knock out credible fill-in scripts at a moment's notice, Mantlo was given more regular work. One early highlight was his 20-issue tenure on *Iron Man* that began the Golden Avenger's return to prominence. As one might expect from someone with such a volume of work, Mantlo was game to take on projects others dismissed, and he did it with an unfeigned aplomb that elevated the work.

It was on two licensed titles that Mantlo built his legacy. Inspired by a toy given to his son at Christmas, Mantlo lobbied Marvel to adapt Micronauts into an ongoing series. The award-winning epic he spun with artistic luminaries like Michael Golden and Pat Broderick is still highly revered by comics fandom as is his even longer run on *Rom*, wherein he developed a universe filled with Spaceknights, Dire Wraith monsters and outer space intrigue. Other notable credits in Mantlo's career include *Incredible Hulk*, *Alpha Flight* and *Spectacular Spider-Man.*

Just as Mantlo had begun a new career as a public defender with the New York City Legal Aid Society, he was struck by a hit-and-run driver and went into a weeks-long coma from severe head trauma. He has since been under constant medical care. The comics community has led multiple fundraisers to aid in the continuing care of a talented writer who is missed by his many fans.

AL MILGROM

Though arguably his highest profile in comics came as the fan-favorite editor of *Marvel Fanfare*, Al Milgrom has made significant contributions as a penciler, inker and writer over his four decades in the industry. Al came up in the '70s both assisting the legendary artist Murphy Anderson and later serving as one of Neal Adams' Crusty Bunkers art squad, in the meantime having his early work published at Charlton Comics, Atlas/Seaboard, Warren and the indie sci-fi anthology *Star*Reach*. His first major inroads in the industry occurred with Marvel, where he followed up Jim Starlin for a long run drawing *Captain Marvel*. Continuing with the sci-fi themes of his seminal creative efforts, he also drew the ongoing adventures of the Guardians of the Galaxy in *Marvel Presents*. At DC, he would develop Firestorm with Gerry Conway. In 1982, Marvel launched the anthology title *Marvel Fanfare*, which often featured Milgrom's editorial notes in cartoon form under the moniker "Editori-Al." While editing that long-running series, Milgrom also had ongoing stints penciling *The Avengers* and *West Coast Avengers* and drew the notable miniseries *Secret Wars II* and *Kitty Pryde & Wolverine*. He also scripted *Spectacular Spider-Man* and *Incredible Hulk*. Since the '90s, Milgrom has spent most of his time inking, with an impressive nine-year run on *X-Factor* and work for Archie amongst his many credits.

RON FRENZ

Few can match Ron Frenz when it comes to consistency and longevity as an artist. He notched accomplished runs on the field's two most revered and influential characters, Spider-Man and Superman, and carried each through controversial new costume designs. When the 22-year-old broke into the industry, he began as co-penciler of *Ka-Zar the Savage*, and then *Star Wars*. Proving himself on those books, Frenz succeeded John Romita Jr. on *Amazing Spider-Man*, his artwork channeling Steve Ditko's original web-slinger. Next, he joined Tom DeFalco on a six-year-long run on *Thor* with a new look and identity for Marvel's Thunder God. Their efforts led to *Thunderstrike*, a spin-off title featuring Eric Masterson, and the creation of the New Warriors. After an influential run on DC's *Superman*, Frenz returned to Marvel to team with DeFalco on the launch of the MC2 Universe, home of Spider-Girl, the fan-favorite Marvel heroine, for which he drew dozens of issues right up to her final miniseries, *Spectacular Spider-Girl*. In 2001, Frenz joined Kurt Busiek and Erik Larsen on their revival of *The Defenders*, and was part of the jam unit that drew the Lee/Kirby homage *Fantastic Four: The World's Greatest Comics Magazine*. Frenz lent his talents to the 2013 IDW revival of *G.I. Joe: A Real American Hero* with series originator Larry Hama and continues to work on projects with his longtime collaborator Tom DeFalco.

FRED HEMBECK

Born in New York City in 1953, Fred Hembeck was raised in the small town of Yaphank on Long Island. An adolescent interest in drawing overlapped with his discovery of comic books, and his destiny was forged. Hembeck attended State University of New York at Farmingdale and studied art and design. In the late '70s, his attempts to break into mainstream comics were rebuffed, but that didn't stop him from reading his favorite titles and writing letters to the editor in the form of his already distinctive cartoons. *Iron Man* writer Bill Mantlo so enjoyed one of those cartoon missives that he had it printed in the letter column of *Iron Man* #112. Hembeck got paid $35 for his work and a career was born.

His parodies began appearing in the industry periodical *Comic Buyer's Guide*, often guest-starring himself as the irreverent "Cartoon Fred" reporter interviewing the super heroes. FantaCo

and Eclipse began to publish collections of his work, and it wasn't long before Hembeck latched on to high-profile work with Marvel: *Fantastic Four Roast*, which celebrated the 20th anniversary of Marvel's First Family; *Spectacular Spider-Man* #86, a full-length story for Assistant Editor's Month drawn in Hembeck's inimitable cartoon style; and a regular strip in the monthly promotional magazine *Marvel Age*. At the end of the decade, he would write and draw the *Fred Hembeck Destroys the Marvel Universe*. Hembeck's cartooning would make him arguably the most beloved super hero comics parodist ever, a legacy he enjoys to this day.

GREG LAROCQUE

Baltimore native Greg LaRocque broke into comics in 1981 at DC, drawing an OMAC backup feature in *Warlord* as well as stories for the publisher's many anthology titles. By the end of the year, he expanded his freelance portfolio to include work at Marvel, with issues of *ROM*, *Moon Knight* and *Micronauts*. He drew a handful of *Avengers* issues the following year, including the classic Hawkeye/Ant-Man team-up in *Avengers* #223. That same year, LaRocque penciled one of the more memorable issues of *What If?*, pondering the question "What If the Avengers Had Become the Pawns of Korvac?" He also drew several issues of *Spectacular Spider-Man* and served lengthy stints as regular artist on *Marvel Team-Up* and *Power Man and Iron Fist*. After launching the series *Web of Spider-Man* and drawing its first five issues, LaRocque moved over to DC to take on *Legion of Super-Heroes* and *The Flash*, the latter title including a redesign of the Flash's costume. After starting his own art studio and publishing outfit, Exiled Studio, LaRocque reunited with DC and the Flash in 2011 to draw a *DC Retroactive* one-shot.

DAVE SIMONS

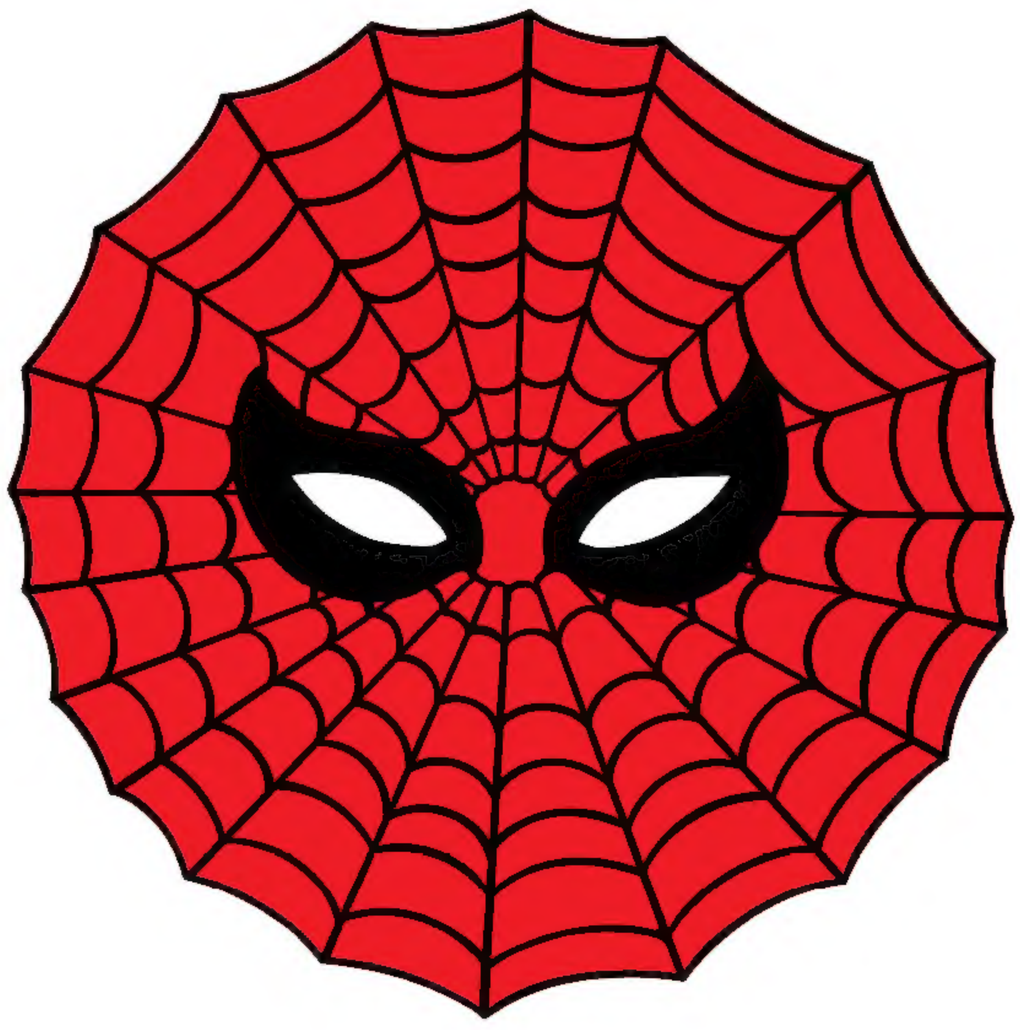
While serving in the Coast Guard in New York City in the mid-1970s, Dave Simons (1954-2009) took his lifelong pursuit of drawing comics by the horns and signed up for John Buscema's drawing class. He received his first credit at Marvel inking a Falcon story in *Marvel Premiere*. He would soon ink several Gene Colan-drawn stories—and illustrated one of his own—in the black-and-white *Howard the Duck* magazine and inked the pencils of Bob Budiansky on an influential run of *Ghost Rider*. He penciled the first issue of the 1983 *Red Sonja* series and drew multiple stories in *The Savage Sword of Conan*. At DC, he inked *Forgotten Realms* for much of its 25-issue run. He left comics in the 1990s to pursue work as an animator, with credits as a storyboard artist on *Masters of the Universe*, *Captain Planet*, *Spy Dogs* and many more.

ROGER STERN

Born in Noblesville, Indiana, in 1950, Roger Stern was a self-professed "child of the '50s," immersing himself in pop culture icons like Lucille Ball, the Lone Ranger, and especially Superman. After graduating from Indiana University, Stern worked at Indianapolis' WXLW radio and formed a comic fan collective with fans in the region. Stern teamed with fellow Hoosier Bob Layton to transform Layton's comic sales business into the fanzine *CPL* (*Contemporary Pictorial Literature*). Their efforts led to an offer from Charlton to create the publisher's official fanzine, *Charlton Bullseye*. Soon after, Stern's fandom pal Roger Slifer contacted him with an opportunity to interview for a Marvel staff job. Stern raced to New York to put his passion for comics to the test. He was hired as an assistant editor and in 1975 embarked on an eleven-year career at Marvel. Stern's early editing duties saw him guiding the Avengers family of titles, *Master of Kung Fu*, *Spider-Woman*, and others. He also presided over *X-Men* during the seminal Chris Claremont, John Byrne, and Terry Austin run, and plotted *Marvel Premiere* #50 starring rocker Alice Cooper.

In 1978, he began to take on regular writing work on *The Incredible Hulk* and *Doctor Strange*. His compelling storytelling quickly earned him an audience and turns writing *Captain America* and Spider-Man in *The Spectacular Spider-Man*. The latter title led to his tenure on *The Amazing Spider-Man*, a run regarded by many as second only to Stan Lee's. Amongst their many Spidey highlights, Stern and artist John Romita Jr. introduced the Hobgoblin and a new Captain Marvel, Monica Rambeau. Stern also began a long stint on *The Avengers*, launched *West Coast Avengers*, and returned for another celebrated run on *Doctor Strange*.

When his tenure with Marvel came to an end in the late '80s, Stern became indelibly linked to the Man of Steel with iconic work that included "The Death of Superman." Since then "Uncle Rog," as he is known to his devoted fans, has returned to Marvel to write several series including *Avengers Forever*, *Amazing Spider-Man*, *Marvel: The Lost Generation*, *Captain America Corps*, and more.



Biographies researched and written by John Rhett Thomas

MARVEL MASTERWORKS

THE MARVEL MASTERWORKS LIBRARY PRESENTS THE WORLD'S GREATEST COMIC BOOKS, PAINSTAKINGLY RESTORED FROM THE HIGHEST-QUALITY SOURCES AND WITH THE MOST DILIGENT ARCHIVAL METHODS.

THE GOLDEN AGE

As the Great Depression wore on and the specter of war hung over America, a new storytelling medium was born: the comic book. Within their four-color pages, larger-than-life super heroes could make short work of America's foes, giving readers of all ages hope for victory against the real-life enemies that faced the United States. At the forefront of this new medium was Timely Comics, a young company staffed by such legendary creators as Carl Burgos, Bill Everett, Joe Simon, Jack Kirby and Stan Lee.

GOLDEN AGE ALL-WINNERS VOLS. 1-4
GOLDEN AGE CAPTAIN AMERICA VOLS. 1-6
GOLDEN AGE DARING MYSTERY VOLS. 1-2
GOLDEN AGE HUMAN TORCH VOLS. 1-3
GOLDEN AGE MARVEL COMICS VOLS. 1-7
GOLDEN AGE MYSTIC COMICS VOL. 1
GOLDEN AGE SUB-MARINER VOLS. 1-3
GOLDEN AGE U.S.A. COMICS VOLS. 1-2
GOLDEN AGE YOUNG ALLIES VOLS. 1-2

THE ATLAS ERA

Seeing super heroes waning, Timely Comics evolved into Atlas Comics and took on a vast new range of genres: science-fiction tales of outer space adventures; realistic war comics; buxom jungle heroines; horror comics that would become the center of a moral panic that rocked the industry; and romance comics for the emerging teen audience. Even the classic costumed heroes of the Golden Age retooled to take on the threat of Communism. From Western gunfighters to crime to horror, the Atlas Era had it all!

ATLAS ERA BATTLEFIELD VOL. 1
ATLAS ERA BLACK KNIGHT/YELLOW CLAW VOL. 1
ATLAS ERA HEROES VOLS. 1-3
ATLAS ERA JOURNEY INTO MYSTERY VOLS. 1-4
ATLAS ERA JUNGLE ADVENTURE VOLS. 1-3
ATLAS ERA MENACE VOL. 1
ATLAS ERA STRANGE TALES VOLS. 1-6
ATLAS ERA TALES TO ASTONISH VOLS. 1-4
ATLAS ERA TALES OF SUSPENSE VOLS. 1-4
ATLAS ERA VENUS VOL. 1

THE MARVEL AGE

In August 1961, change hit newsstands: *The Fantastic Four* #1 did not feature the squeaky-clean heroes of yesteryear. They were real characters placed in extraordinary circumstances. They lived together, they fought among themselves — and sometimes, they even lost to the bad guys. This was more than a change in attitude: It was the beginning of something entirely different — the beginning of the Marvel Age of Comics!

Thanks to the fertile imaginations of Stan Lee, Jack Kirby, Steve Ditko and others, an unending list of heroes followed the FF with ever-increasing acclaim and popularity: the Amazing Spider-Man, the Mighty Thor, the Incredible Hulk, Daredevil, Iron Man and the X-Men, to name but a few. These were the Marvel heroes, born of conflict and a continuous struggle to balance human lives with superhuman responsibilities.

THE AMAZING SPIDER-MAN VOLS. 1-26
ANT-MAN/GIANT-MAN VOLS. 1-3
THE AVENGERS VOLS. 1-23
THE BLACK PANTHER VOLS. 1-3
BROTHER VOODOO VOL. 1
CAPTAIN AMERICA VOLS. 1-16
CAPTAIN MARVEL VOLS. 1-6
THE CHAMPIONS VOL. 1
DAREDEVIL VOLS. 1-18
DAZZLER VOLS. 1-4
DEATHLOK VOL. 1
THE DEFENDERS VOLS. 1-8
DOCTOR STRANGE VOLS. 1-10
THE FANTASTIC FOUR VOLS. 1-25
GHOST RIDER VOLS. 1-5
HOWARD THE DUCK VOLS. 1-2
THE HUMAN TORCH VOLS. 1-2
THE INCREDIBLE HULK VOLS. 1-18
THE INHUMANS VOLS. 1-2
THE INVINCIBLE IRON MAN VOLS. 1-17
IRON FIST VOLS. 1-2
KA-ZAR VOLS. 1-3
KILLRAVEN VOL. 1
LUKE CAGE VOLS. 1-3
MARVEL RARITIES VOL. 1
MARVEL TEAM-UP VOLS. 1-7
MARVEL TWO-IN-ONE VOLS. 1-7
THE MIGHTY THOR VOLS. 1-22
MS. MARVEL VOLS. 1-2
NICK FURY, AGENT OF S.H.I.E.L.D. VOLS. 1-3
NOT BRAND ECHH VOL. 1
OMEGA THE UNKNOWN VOL. 1
RAWHIDE KID VOLS. 1-2
THE SAVAGE SHE-HULK VOLS. 1-2
SGT. FURY VOLS. 1-4
THE SPECTACULAR SPIDER-MAN VOLS. 1-7
SPIDER-WOMAN VOLS. 1-4
THE SILVER SURFER VOLS. 1-2
THE SUB-MARINER VOLS. 1-8
THE TOMB OF DRACULA VOLS. 1-3
WARLOCK VOLS. 1-2
WEREWOLF BY NIGHT VOLS. 1-2
THE X-MEN VOLS. 1-8
THE UNCANNY X-MEN VOLS. 1-16

KAMIC RIDER
MARIKA